Bill Barrett Corporation

June 27, 2007

Ms. Diana Whitney
State of Utah
Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
P.O. Box 145801
Salt Lake City, Utah 84114-5801

RE: Directional Drilling R649-3-11
Prickly Pear Unit Federal #14-27D-12-15
Surface: 1001' FNL & 889'FWL NWNW, 34-T12S-R15E
Bottom Hole: 660' FSL & 1980' FWL SESW, 27-T12S-R15E
Carbon County, Utah

Dear Ms. Whitney:

Pursuant to the filing of Bill Barrett Corporation's ("BBC") Application for Permit to Drill ("APD") regarding the above referenced well, we are hereby submitting this letter in accordance with Oil & Gas Conservation Rule R649-3-11 pertaining to the "Exception to Location and Siting of Wells."

- The above-mentioned proposed location is within the Prickly Pear Unit Area;
- BBC is permitting this well as a directional well in order to minimize surface disturbance. By locating the well at the surface location and directionally drilling from this location, BBC will be able to utilize the existing road and pipelines in the area;
- BBC hereby certifies that it is the sole working interest owner within 460 feet of the entire directional well bore.

Based on the information provided, BBC requests that the permit be granted pursuant to R649-3-11. If you should have any questions or need further information, please contact me at 303-312-8129.

Sincerely,

Doug Gundry-White
Senior Landman

1099 18TH STREET
SUITE 2300
DENVER, CO 80202
P 303.293.9100
F 303.291.0420

COPY

BBC CONFIDENTIAL

Form 3160-3
(April 2004)

FORM APPROVED
OMB No. 1004-0137
Expires March 31, 2007

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

5. Lease Serial No.
UTU-73671 SH/UTU-73670 BH

6. If Indian, Allotee or Tribe Name
n/a

1a. Type of work: ☑ DRILL ☐ REENTER

7. If Unit or CA Agreement, Name and No.
Prickly Pear Unit/UTU-079487

1b. Type of Well: ☐ Oil Well ☑ Gas Well ☐ Other ☑ Single Zone ☐ Multiple Zone

8. Lease Name and Well No.
Prickly Pear Unit Fed 14-27D-12-15

2. Name of Operator
BILL BARRETT CORPORATION

9. API Well No.
pending 43-007-31302

3a. Address **1099 18th Street, Suite 2300 Denver CO 80202**

3b. Phone No. *(include area code)*
(303) 312-8134

10. Field and Pool, or Exploratory
Nine Mile/Wasatch-Mesaverde

4. Location of Well *(Report location clearly and in accordance with any State requirements.*)*
At surface **NWNW, 1001' FNL, 889' FWL**
At proposed prod. zone **SESW, 660' FSL, 1980' FWL, Sec. 27-T12S-R15E**

11. Sec., T. R. M. or Blk. and Survey or Area
Sec. 34, T12S-R15E

14. Distance in miles and direction from nearest town or post office*
approximately 51 miles from Myton, Utah

12. County or Parish
Carbon

13. State
UT

15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) **1001' SH / 660' BH**

16. No. of acres in lease
1440 (SH and BH)

17. Spacing Unit dedicated to this well
40 acres

18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. **16' SH / 1700' BH**

19. Proposed Depth
7800'

20. BLM/BIA Bond No. on file
Nationwide Bond #WYB000040

21. Elevations (Show whether DF, KDB, RT, GL, etc.)
7365' ungraded ground

22. Approximate date work will start*
2008

23. Estimated duration
45 days

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No.1, shall be attached to this form:

1. Well plat certified by a registered surveyor.
2. A Drilling Plan.
3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).
4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above).
5. Operator certification
6. Such other site specific information and/or plans as may be required by the authorized officer.

25. Signature Tracey Fallang — Name *(Printed/Typed)* **Tracey Fallang** — Date 6/27/07

Title **Environmental/Regulatory Analyst**

Approved by *(Signature)* — Name *(Printed/Typed)* BRADLEY G. HILL — Date 07-03-07

Title — Office ENVIRONMENTAL MANAGER

Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.
Conditions of approval, if any, are attached.

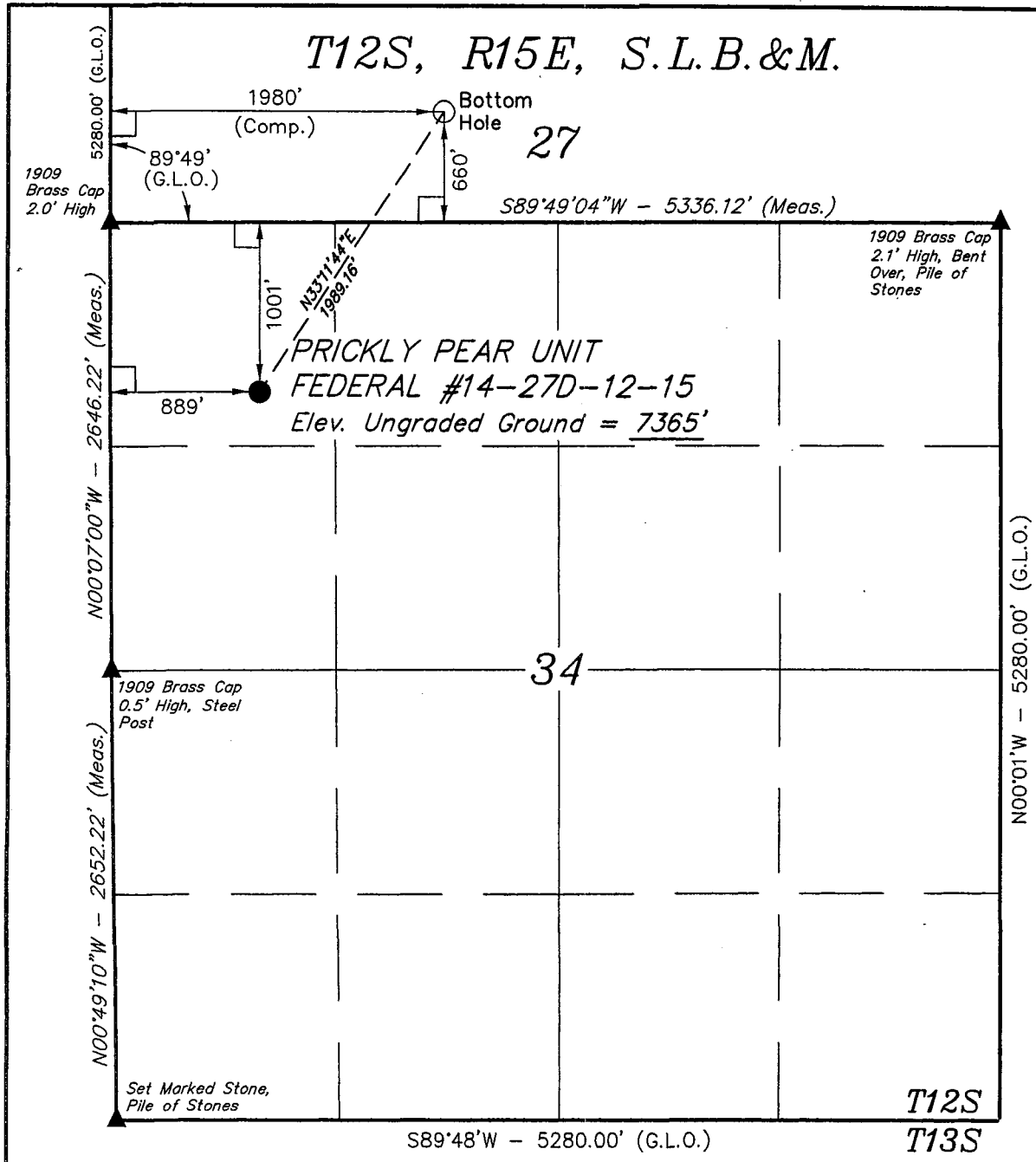
Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

**(Instructions on page 2)*

Surf
566104X
4398396Y
39.734781
-110.225581

BHL
566433X
4398906Y
39.739347
-110.224698

RECEIVED
JUN 29 2007
DIV. OF OIL, GAS & MINING



LEGEND:

└ = 90° SYMBOL

● = PROPOSED WELL HEAD.

▲ = SECTION CORNERS LOCATED.

(NAD 83)
LATITUDE = 39°44'05.22" (39.734783)
LONGITUDE = 110°13'45.80" (110.229389)
(NAD 27)
LATITUDE = 39°44'05.35" (39.734819)
LONGITUDE = 110°13'43.24" (110.228678)

BILL BARRETT CORPORATION

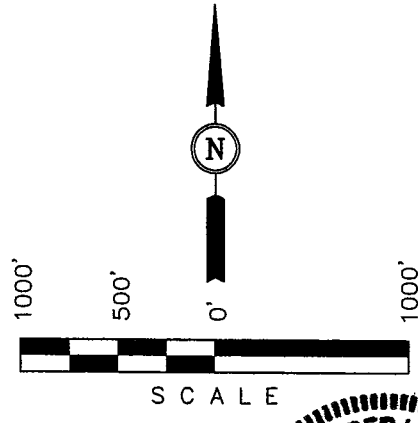
Well location, PRICKLY PEAR UNIT FEDERAL #14-27D-12-15, located as shown in the NW 1/4 NW 1/4 of Section 34, T12S, R15E, S.L.B.&M., Carbon County, Utah.

BASIS OF ELEVATION

COTTON TRIANGULATION STATION LOCATED IN THE NW 1/4 OF SECTION 31, T12S, R16E, S.L.B.&M., TAKEN FROM THE TWIN HOLLOW QUADRANGLE, UTAH, CARBON COUNTY, 7.5 MINUTE SERIES (TOPOGRAPHICAL MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 7386 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REGISTERED LAND SURVEYOR No. 161319 ROBERT A. KAY STATE OF UTAH

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE: 1" = 1000'	DATE SURVEYED: 08-22-06	DATE DRAWN: 08-24-06
PARTY: B.H. F.Y. P.M.	REFERENCES: G.L.O. PLAT	
WEATHER: HOT	FILE: BILL BARRETT CORPORATION	

HAZARDOUS MATERIAL DECLARATION

FOR WELL NO. PRICKLY PEAR UNIT FEDERAL #14-27D-12-15
LEASE NO. UTU 73671 SH / UTU 73670 BH

Bill Barrett Corporation guarantees that during the drilling and completion of the above referenced well, we will not use, produce, or store, transport or dispose 10,000# annually of any of the hazardous chemicals contained in the Environmental Protection Agency's consolidated list of chemicals subject to reporting under Title III Super Amendments and Reauthorization Act (SARA) of 1986.

Bill Barrett Corporation guarantees that during the drilling and completion of the above referenced well, we will use, produce, store, transport, or dispose less than the threshold planning quantity (TPQ) of any extremely hazardous substances as defined in 40 CFR 355.

DRILLING PROGRAM

BILL BARRETT CORPORATION
Prickly Pear Unit Federal #14-27D-12-15
NWNW, 1001' FNL, 889' FWL, Sec. 34-T12S-R15E (Surface Hole)
SESW, 660' FSL, 1980' FWL, Sec. 27-T12S-R15E (Bottom Hole)
Carbon County, Utah

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1 – 2. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

Formation	Depth – MD	Depth – TVD
Green River	Surface	Surface
Wasatch	2975'*	2880'*
North Horn	4915'*	4680'*
Dark Canyon	6645'*	6300'*
Price River	6900'*	6550'*
TD	7800'*	7500'*

PROSPECTIVE PAY
*Members of the Mesaverde formation and Wasatch formation (inclusive of the North Horn) are primary objectives for oil/gas.

3. BOP and Pressure Containment Data

Depth Intervals	BOP Equipment
0 – 1000'	No pressure control required
1000' – TD	11" 3000# Ram Type BOP 11" 3000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary and choke manifold to be rated @ 3000 psi;	
- Ancillary equipment and choke manifold rated at 3,000#. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up to operate most efficiently in this manner.	

4. Casing Program

Hole Size	SETTING DEPTH (FROM)	(TO)	Casing Size	Casing Weight	Casing Grade	Thread	Condition
12 ¼"	surface	1,000'	9 5/8"	36#	J or K 55	ST&C	New
8 3/4"	surface	7,500'	5 ½"	17#	N-80	LT&C	New
Note: Pending evaluation of anticipated stress on the production casing, BBC may use 5 ½", 20# P-110 LT&C production casing instead of the 17# N-80. BBC is also evaluating the benefit of using 4-1/2", 11.6#, I-80, LT&C production casing and wishes to have that option approved in this APD. The 4-1/2" casing design sheet is included in this package. Cement volumes would be adjusted accordingly.							

Bill Barrett Corporation
Drilling Program
Prickly Pear Unit Federal #14-27D-12-15
Carbon County, Utah

5. Cementing Program

9 5/8" Surface Casing	Approximately 240 sx Halliburton Light Premium with additives mixed at 12.7 ppg (yield = 1.85 ft^3/sx) and 170 sx Premium cement with additives mixed at 15.8 ppg (yield = 1.16 ft^3/sx) circulated to surface with 100% excess
5 ½" Production Casing	Approximately 1460 sx 50/50 Poz Premium cement with additives mixed at 13.4 ppg (yield = 1.49 ft^3/sx). Top of cement to be determined by log and sample evaluation; estimated TOC 900'.
Note: Actual volumes to be calculated from caliper log.	

6. Mud Program

Interval	Weight	Viscosity	Fluid Loss (API filtrate)	Remarks
0 – 40'	8.3 – 8.6	27 – 40	--	Native Spud Mud
40' – 1000'	8.3 – 8.6	27 – 40	15 cc or less	Native/Gel/Lime
1000' – TD	8.6 – 9.5	38-46	15 cc or less	LSND/DAP

Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce tork and drag.

Note: In the event air drilling should occur at this location:

- Fresh water would be used to suppress the dust coming out. The blooie line, approximately 37' long and 6" diameter, would run from the pit to the wellhead. There is no ignition system as burnable gas should not be encountered.
- Capacity of compressor: 1250SCFM with an 1170 SCFM on standby, which would be located very near the wellbore. The compressor has switches to shut off should any problems be encountered.
- The rig has mud pumps capable of pumping the kill fluid (fresh water), of which there is 500 bbls on location at all times.

7. Testing, Logging and Core Programs

Cores	None anticipated;
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	Run every 1000' and on trips, slope only;
Logging	DIL-GR-SP, FDC-CNL-GR-CAL-Pe-Microlog, Sonic-GR, all TD to surface.

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 3705 psi* and maximum anticipated surface pressure equals approximately 2055 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)
**Maximum surface pressure = A – (0.22 x TD)

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9. Auxiliary Equipment

a) Upper kelly cock; lower Kelly cock will be installed while drilling
b) Inside BOP or stab-in valve (available on rig floor)
c) Safety valve(s) and subs to fit all string connections in use
d) Mud monitoring will be visually observed

10. Drilling Schedule

Location Construction:	2008, date to be determined
Spud:	2008, date to be determined
Duration:	15 days drilling time
	30 days completion time

PRESSURE CONTROL EQUIPMENT – Schematic Attached

A. **Type:** Eleven (11) Inch Double Gate Hydraulic BOP with Eleven (11) Inch Annular Preventer. The blow out preventer will be equipped as follows:

1. One (1) blind ram (above).
2. One (1) pipe ram (below).
3. Drilling spool with two (2) side outlets (choke side 3-inch minimum, kill side 2-inch minimum).
4. 3-inch diameter choke line.
5. Two (2) choke line valves (3-inch minimum).
6. Kill line (2-inch minimum).
7. Two (2) chokes.
8. Two (2) kill line valves, one of which shall be a check valve (2-inch minimum).
9. Upper kelly cock valve with handles available.
10. Safety valve(s) & subs to fit all drill string connections in use.
11. Pressure gauge on choke manifold.
12. Fill-up line above the uppermost preventer.

B. **Pressure Rating:** 3,000 psi

C. **Testing Procedure:**

Annular Preventer

At a minimum, the Annular Preventer will be pressure tested to 50% of the rated working pressure for a period of ten (10) minutes or until provisions of the test are met, whichever is longer.

At a minimum the above pressure test will be performed:

1. When the annular preventer is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition, the Annular Preventer will be functionally operated at least weekly.

Blow-Out Preventer

At a minimum, the BOP, choke manifold, and related equipment will be pressure tested to the approved working pressure of the BOP stack (if isolated from the surface casing by a test plug) or to 70% of the internal yieldstrength of the surface casing (if the BOP is not isolated from the casing by a test plug). Pressure will be

maintained for a period of at least ten (10) minutes or until the requirmentsof the test are met, whichever is longer.

At a minimum, the above pressure test will be performed:

1. When the BOP is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition the pipe and blind rams will be activated each trip, but not more than once each day. All BOP drills and tests will be recorded in the IADC driller's log.

D. Choke Manifold Equipment:

All choke lines will be straight lines unless turns use tee blocks or are targeted with running tees, and will be anchored to prevent whip and vibration.

E. Accumulator:

The accumulator will have sufficient capacity to open the hydraulically-controlled choke line valve (if so equipped), close all rams plus the annular preventer, and retain a minimum of 200 psi above precharge on the closing manifold without the use of closing unit pumps. The fluid reservoir capacity will be double the usable fluid volume of the accumulator system capacity and the fluid level of the reservoir will be maintained at the manufacturer's recommendations.

The BOP system will have two (2) independent power sources to close the preventers. Nitrogen bottles (3 minimum) will be one (1) of these independent power sources and will maintain a charge equal to the manufacturer's specifications.

The accumulator precharge pressure test will be conducted prior to connecting the closing unit to the BOP stack and at least once every six (6) months thereafter. The accumulator pressure will be corrected if the measured precharge pressure is found to be above or below the maximum or minimum limits specified in the *Onshore Oil & Gas Order Number 2.*

A manual locking device (i.e. hand wheels) or automatic locking device will be installed on all systems of 2M or greater. A valve will be installed in the closing line as close as possible to the annular preventer to act as a locking device. This valve will be maintained in the open position and will be closed only when the power source for the accumulator is inoperative.

Remote controls shall be readily accessible to the driller. Remote controls for all 3M or greater systems will be capable of closing all preventers. Remote controls for 5M or greater systems will be capable of both opening and closing all preventers. Master controls will be at the accumulator and will be capable of opening and closing all preventers and the choke line valve (if so equipped).

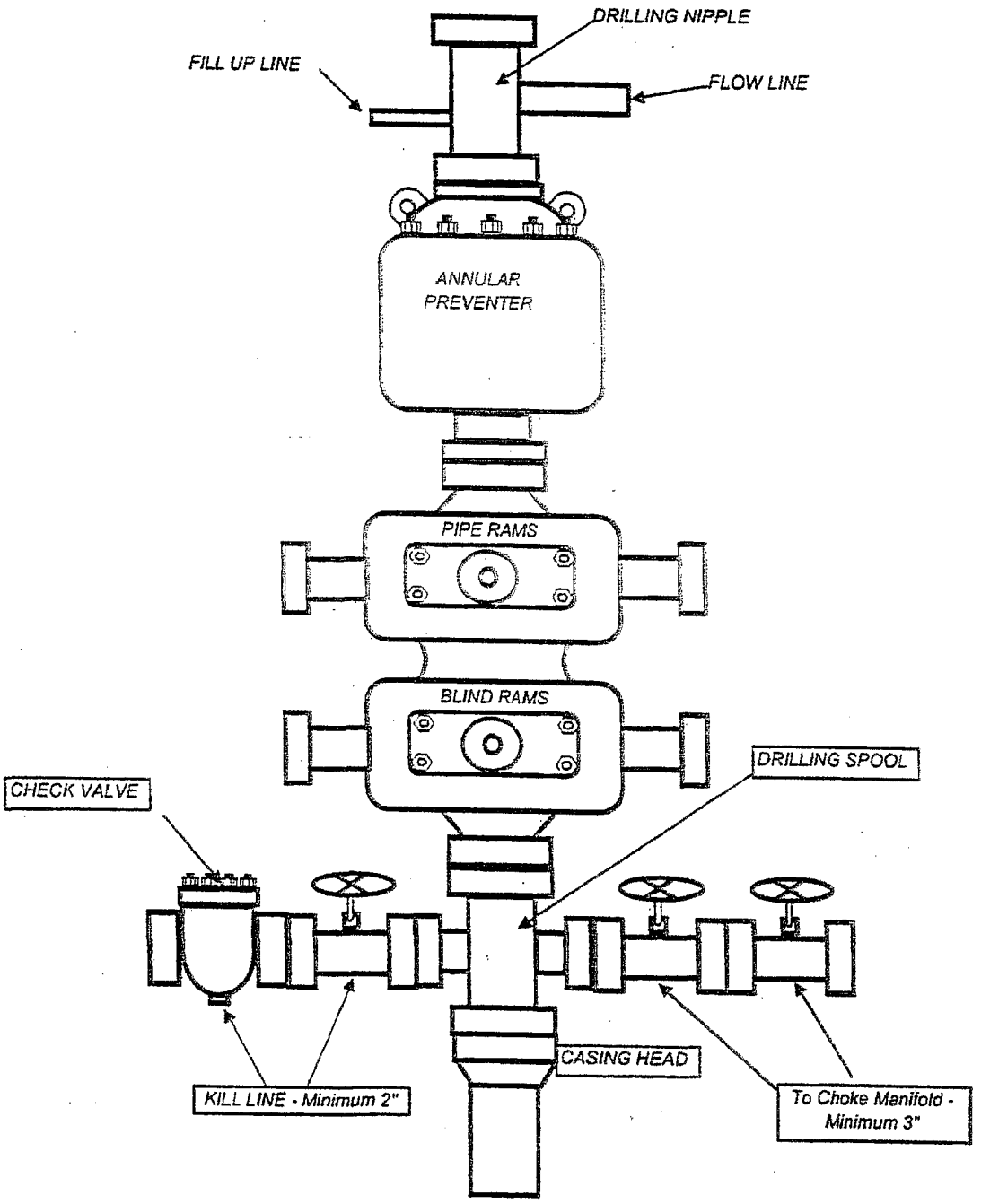
F. Miscellaneous Information:

The Blow-Out Preventer and related pressure control equipment will be installed, tested and maintained in compliance with the specifications in and requirements of *Onshore Oil & Gas Order Number 2.* The choke manifold will be located outside the rig sub-structure. The hydraulic BOP closing unit will be located at least twenty-five (25) feet from the well head but readily accessible to the driller. Exact locations and configurations of the hydraulic BOP closing unit will depend upon the particular rig contracted to drill this hole.

A flare line will be installed after the choke manifold, extending 125 feet (minimum) from the center of the drill hole to a separate flare pit.

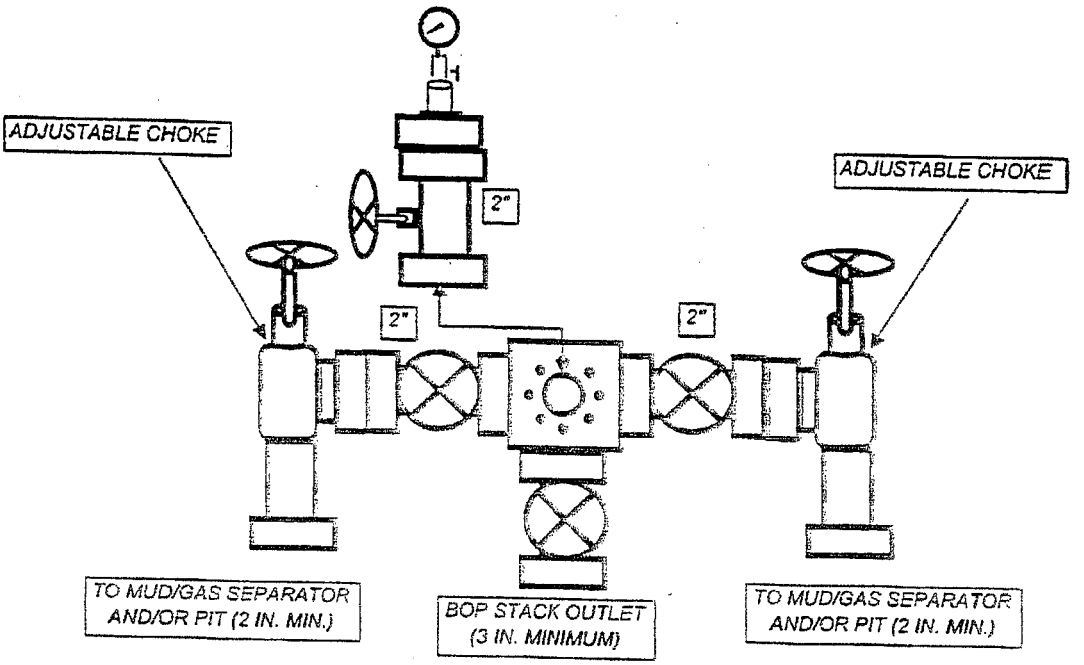
BILL BARRETT CORPORATION

TYPICAL 3,000 p.s.i. BLOWOUT PREVENTER



BILL BARRETT CORPORATION

TYPICAL 3,000 p.s.i. CHOKE MANIFOLD



Well name:	Utah: West Tavaputs Field
Operator:	Bill Barrett
String type:	Surface
Location:	Carbon County, UT

Design parameters:

Collapse

Mud weight: 9.50 ppg

Design is based on evacuated pipe.

Burst

Max anticipated surface pressure: 2,735 psi

Internal gradient: 0.22 psi/ft

Calculated BHP 2,955 psi

Annular backup: 9.50 ppg

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Tension:

8 Round STC:	1.80 (J)
8 Round LTC:	1.80 (J)
Buttress:	1.80 (J)
Premium:	1.80 (J)
Body yield:	1.80 (B)

Tension is based on buoyed weight.

Neutral point: 859 ft

Environment:

H2S considered?	No
Surface temperature:	75.00 °F
Bottom hole temperature:	89 °F
Temperature gradient:	1.40 °F/100ft
Minimum section length:	1,000 ft

Cement top: Surface

Non-directional string.

Re subsequent strings:

Next setting depth:	10,000 ft
Next mud weight:	9.500 ppg
Next setting BHP:	4,935 psi
Fracture mud wt:	10.000 ppg
Fracture depth:	10,000 ft
Injection pressure	5,195 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	1000	9.625	36.00	J/K-55	ST&C	1000	1000	8.796	71.2

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	493	2020	4.094	2735	3520	1.29	31	453	14.64 J

Prepared by: Dominic Spencer / Bill Barrett

Phone: (303) 312-8143

FAX: (303) 312-8195

Date: August 1,2003

Denver, Colorado

Remarks:

Collapse is based on a vertical depth of 1000 ft, a mud weight of 9.5 ppg The casing is considered to be evacuated for collapse purposes.

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Well name:	Utah: West Tavaputs
Operator:	Bill Barrett
String type:	Production
Location:	Carbon County, UT

Design parameters:

Collapse

Mud weight: 9.50 ppg

Design is based on evacuated pipe.

Burst

Max anticipated surface pressure: 4,705 psi

Internal gradient: 0.02 psi/ft

Calculated BHP 4,935 psi

Annular backup: 9.50 ppg

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Tension:

8 Round STC:	1.80 (J)
8 Round LTC:	1.80 (J)
Buttress:	1.80 (J)
Premium:	1.80 (J)
Body yield:	1.80 (B)

Tension is based on buoyed weight.

Neutral point: 8,559 ft

Environment:

H2S considered?	No
Surface temperature:	75.00 °F
Bottom hole temperature:	215 °F
Temperature gradient:	1.40 °F/100ft
Minimum section length:	1,500 ft

Cement top: 2,375 ft

Non-directional string.

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	10000	5.5	17.00	N-80	LT&C	10000	10000	4.767	344.6

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	4935	6290	1.275	4705	7740	1.65	146	348	2.39 J

Prepared by: Dominic Spencer / Bill Barrett

Phone: (303) 312-8143

FAX: (303) 312-8195

Date: August 1,2003

Denver, Colorado

Remarks:

Collapse is based on a vertical depth of 10000 ft, a mud weight of 9.5 ppg. The casing is considered to be evacuated for collapse purposes.

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name:	West Tavaputs General
Operator:	Bill Barrett
String type:	Production
Location:	Carbon County, Utah

Design parameters:

Collapse

Mud weight: 9.50 ppg

Design is based on evacuated pipe.

Burst

Max anticipated surface pressure: 2,226 psi

Internal gradient: 0.22 psi/ft

Calculated BHP 4,016 psi

No backup mud specified.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Tension:

8 Round STC:	1.80 (J)
8 Round LTC:	1.80 (J)
Buttress:	1.60 (J)
Premium:	1.50 (J)
Body yield:	1.50 (B)

Tension is based on buoyed weight.

Neutral point: 7,560 ft

Environment:

H2S considered?	No
Surface temperature:	75.00 °F
Bottom hole temperature:	189 °F
Temperature gradient:	1.40 °F/100ft
Minimum section length:	1,500 ft
Cement top:	2,500 ft

Directional Info - Build & Drop

Kick-off point	1000 ft
Departure at shoe:	2165 ft
Maximum dogleg:	2 °/100ft
Inclination at shoe:	0 °

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	8730	5.5	20.00	P-110	LT&C	8138	8730	4.653	353.3

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	4016	11100	2.764	4016	12630	3.14	139	548	3.93 J

Prepared by: Dominic Spencer, Bill Barrett Corporation
Phone: (303) 312-8143
FAX: (303) 312-8195

Date: August 25,2004
Denver, Colorado

Remarks:

Collapse is based on a vertical depth of 8138 ft, a mud weight of 9.5 ppg. The casing is considered to be evacuated for collapse purposes.
Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.
Collapse strength is (biaxially) derated for doglegs in directional wells by multiplying the tensile stress by the cross section area to calculate a tensile load which is added to the axial load.

Engineering responsibility for use of this design will be that of the purchaser.

Well name: West Tavaputs General
Operator: Bill Barrett Corporation
String type: Production

Design parameters:

Collapse
Mud weight: 9.50 ppg

Design is based on evacuated pipe.

Burst
Max anticipated surface pressure: 2,735 psi
Internal gradient: 0.22 psi/ft
Calculated BHP 4,935 psi

No backup mud specified.

Minimum design factors:

Collapse:
Design factor 1.125

Burst:
Design factor 1.00

Tension:
8 Round STC: 1.80 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.80 (J)
Premium: 1.80 (J)
Body yield: 1.80 (B)

Tension is based on buoyed weight.
Neutral point: 8,580 ft

Environment:

H2S considered? No
Surface temperature: 60.00 °F
Bottom hole temperature: 200 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 1,500 ft
Cement top: 2,500 ft

Non-directional string.

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	10000	4.5	11.60	I-80	LT&C	10000	10000	3.875	231.8

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	4935	6350	1.287	4935	7780	1.58	100	223	2.24 J

Prepared by: Dominic Spencer / Bill Barrett
Phone: (303) 312-8143
FAX: (303) 312-8195
Date: December 13,2005
Denver, Colorado

Remarks:
Collapse is based on a vertical depth of 10000 ft, a mud weight of 9.5 ppg The casing is considered to be evacuated for collapse purposes.
Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Bill Barrett Corporation

NINE MILE CEMENT VOLUMES

Well Name: Prickly Pear Unit Federal 14-27D-12-15

Surface Hole Data:

Total Depth:	1,000'
Top of Cement:	0'
OD of Hole:	12.250"
OD of Casing:	9.625"

Calculated Data:

Lead Volume:	219.2	ft^3
Lead Fill:	700'	
Tail Volume:	94.0	ft^3
Tail Fill:	300'	

Cement Data:

Lead Yield:	1.85	ft^3/sk
Tail Yield:	1.16	ft^3/sk
% Excess:	100%	

Calculated # of Sacks:

# SK's Lead:	240
# SK's Tail:	170

Production Hole Data:

Total Depth:	7,500'
Top of Cement:	900'
OD of Hole:	8.750"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	1667.1	ft^3
Lead Fill:	6,600'	

Cement Data:

Lead Yield:	1.49	ft^3/sk
% Excess:	30%	

Calculated # of Sacks:

# SK's Lead:	1150

Prickly Pear Unit Federal 14-27D-12-15 Proposed Cementing Program

Job Recommendation			**Surface Casing**
Lead Cement - (700' - 0')			
Halliburton Light Premium	Fluid Weight:	12.7	lbm/gal
2.0% Calcium Chloride	Slurry Yield:	1.85	ft^3/sk
0.125 lbm/sk Ploy-E-Flake	Total Mixing Fluid:	9.9	Gal/sk
	Top of Fluid:	0'	
	Calculated Fill:	700'	
	Volume:	78.09	bbl
	Proposed Sacks:	**240**	**sks**
Tail Cement - (1000' - 700')			
Premium Cement	Fluid Weight:	15.8	lbm/gal
94 lbm/sk Premium Cement	Slurry Yield:	1.16	ft^3/sk
2.0% Calcium Chloride	Total Mixing Fluid:	4.97	Gal/sk
0.125 lbm/sk Ploy-E-Flake	Top of Fluid:	700'	
	Calculated Fill:	300'	
	Volume:	33.47	bbl
	Proposed Sacks:	**170**	**sks**

Job Recommendation			**Production Casing**
Lead Cement - (7500' - 900')			
50/50 Poz Premium	Fluid Weight:	13.4	lbm/gal
3.0 % KCL	Slurry Yield:	1.49	ft^3/sk
0.75% Halad®-322	Total Mixing Fluid:	7.06	Gal/sk
3.0 lbm/sk Silicalite Compacted	Top of Fluid:	900'	
0.2% FWCA	Calculated Fill:	6,600'	
0.125 lbm/sk Poly-E-Flake	Volume:	385.97	bbl
1.0 lbm/sk Granulite TR 1/4	**Proposed Sacks:**	**1460**	**sks**

Bill Barrett Corporation

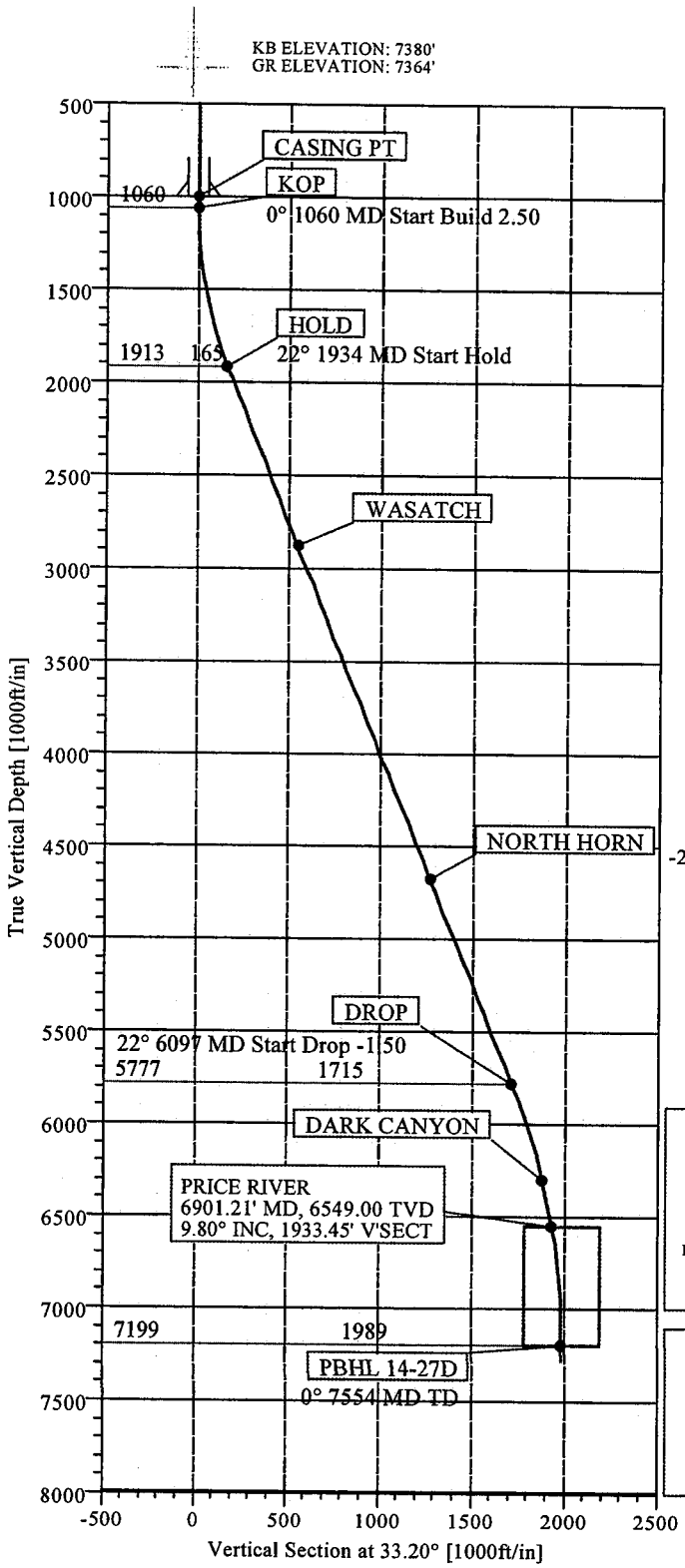
PRICKLY PEAR #14-27D-12-15
SECTION 34 T12S R15E
1001' FNL, 889' FWL
CARBON COUNTY, UTAH

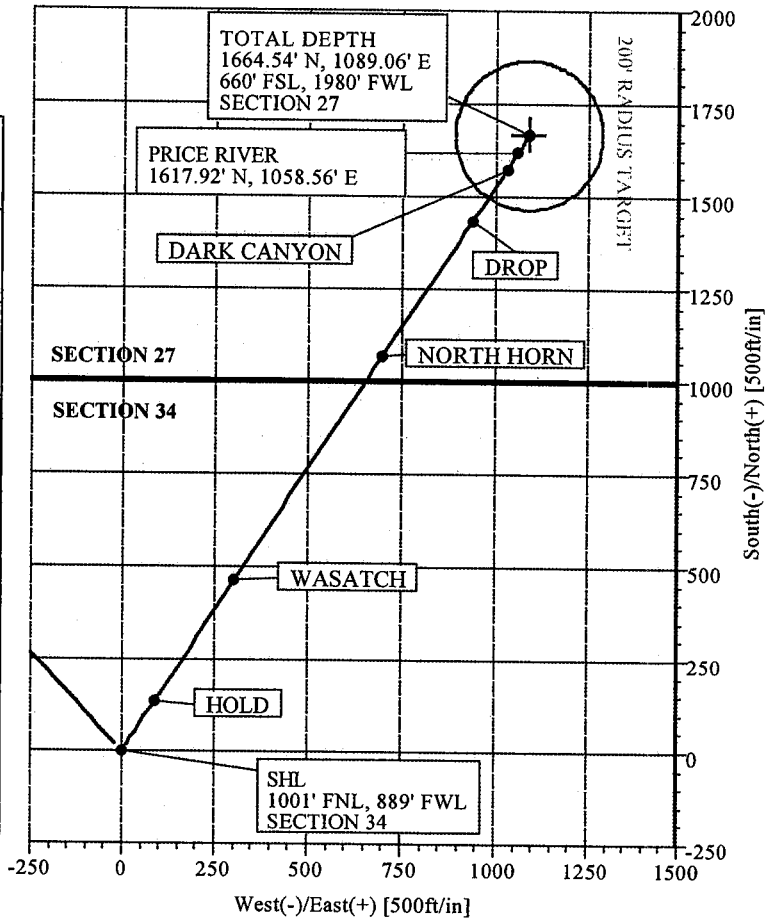
SECTION DETAILS

Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.00	0.00	33.20	0.00	0.00	0.00	0.00	0.00	0.00	
2	1060.00	0.00	33.20	1060.00	0.00	0.00	0.00	0.00	0.00	
3	1934.28	21.86	33.20	1913.23	137.86	90.20	2.50	33.20	164.75	
4	6097.26	21.86	33.20	5776.96	1434.77	938.73	0.00	0.00	1714.58	
5	7554.39	0.00	33.20	7199.00	1664.54	1089.06	1.50	180.00	1989.16	PBHL 14-27D

WELL DETAILS

Name	+N/-S	+E/-W	Northing	Easting	Latitude	Longitude	Slot
PRICKLY PEAR UF #14-27D-12-15	0.00	0.00	7074672.87	1997724.65	39°44'05.220N	110°13'45.800W	N/A





Weatherford

SITE DETAILS

PRICKLY PEAR UF 14-27D PAD

Site Centre Latitude: 39°44'05.220N
Longitude: 110°13'45.800W

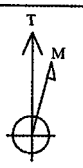
Ground Level: 7364.00
Positional Uncertainty: 0.00
Convergence: 0.81

FIELD DETAILS

CARBON COUNTY, UTAH

Geodetic System: US State Plane Coordinate System 1983
Ellipsoid: GRS 1980
Zone: Utah, Central Zone
Magnetic Model: bggm2005

System Datum: Mean Sea Level
Local North: True North



Azimuths to True North
Magnetic North: 11.93°

Magnetic Field
Strength: 52590nT
Dip Angle: 65.65°
Date: 10/17/2006
Model: bggm2005

FORMATION TOP DETAILS

No.	TVDPath	MDPath	Formation
1	2879.00	2974.85	WASATCH
2	4679.00	4914.26	NORTH HORN
3	6299.00	6645.84	DARK CANYON
4	6549.00	6901.21	PRICE RIVER

Plan: Plan #1 (PRICKLY PEAR UF #14-27D-12-15/1)

Created By: L WINCHELL Date: 10/17/2006

Weatherford Drilling Services
PROPOSAL PLAN REPORT

Weatherford

Company:	BILL BARRETT CORP	**Date:** 10/17/2006 **Time:** 14:03:05	**Page:** 1
Field:	CARBON COUNTY, UTAH	**Co-ordinate(NE) Reference:**	Well: PRICKLY PEAR UF #14-27D-12-15
Site:	PRICKLY PEAR UF 14-27D PAD	**Vertical (TVD) Reference:**	SITE 7380.0
Well:	PRICKLY PEAR UF #14-27D-12-15	**Section (VS) Reference:**	Well (0.00N,0.00E,33.20Azi)
Wellpath:	1	**Survey Calculation Method:**	Minimum Curvature **Db:** Sybase

Field: CARBON COUNTY, UTAH

Map System:	US State Plane Coordinate System 1983	**Map Zone:**	Utah, Central Zone
Geo Datum:	GRS 1980	**Coordinate System:**	Well Centre
Sys Datum:	Mean Sea Level	**Geomagnetic Model:**	bggm2005

Site: PRICKLY PEAR UF 14-27D PAD

Site Position:		**Northing:**	7074672.87 ft	**Latitude:**	39 44 5.220 N
From:	Geographic	**Easting:**	1997724.65 ft	**Longitude:**	110 13 45.800 W
Position Uncertainty:	0.00 ft			**North Reference:**	True
Ground Level:	7364.00 ft			**Grid Convergence:**	0.81 deg

Well: PRICKLY PEAR UF #14-27D-12-15 — **Slot Name:**
1001' FNL 889' FWL SECT 34-T12S-R15E

Well Position:	+N/-S	0.00 ft	**Northing:**	7074672.87 ft	**Latitude:**	39 44 5.220 N
	+E/-W	0.00 ft	**Easting :**	1997724.65 ft	**Longitude:**	110 13 45.800 W
Position Uncertainty:		0.00 ft				

Wellpath: 1

Current Datum:	SITE	**Height** 7380.00 ft	**Drilled From:** Surface
Magnetic Data:	10/17/2006		**Tie-on Depth:** 0.00 ft
Field Strength:	52590 nT		**Above System Datum:** Mean Sea Level
Vertical Section:	**Depth From (TVD)** ft	**+N/-S** ft	**Declination:** 11.93 deg
			Mag Dip Angle: 65.65 deg
			+E/-W ft / **Direction** deg
	0.00	0.00	0.00 / 33.20

Plan: Plan #1 — **Date Composed:** 10/17/2006
Version: 1
Principal: Yes — **Tied-to:** From Surface

Plan Section Information

MD ft	Incl deg	Azim deg	TVD ft	+N/-S ft	+E/-W ft	DLS deg/100ft	Build deg/100ft	Turn deg/100ft	TFO deg	Target
0.00	0.00	33.20	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
1060.00	0.00	33.20	1060.00	0.00	0.00	0.00	0.00	0.00	0.00	
1934.28	21.86	33.20	1913.23	137.86	90.20	2.50	2.50	0.00	33.20	
6097.26	21.86	33.20	5776.96	1434.77	938.73	0.00	0.00	0.00	0.00	
7554.39	0.00	33.20	7199.00	1664.54	1089.06	1.50	-1.50	0.00	180.00	PBHL 14-27D

Survey

MD ft	Incl deg	Azim deg	TVD ft	N/S ft	E/W ft	VS ft	Build deg/100ft	Turn deg/100ft	DLS deg/100ft	Comment
1000.00	0.00	33.20	1000.00	0.00	0.00	0.00	0.00	0.00	0.00	CASING PT
1060.00	0.00	33.20	1060.00	0.00	0.00	0.00	0.00	0.00	0.00	KOP
1100.00	1.00	33.20	1100.00	0.29	0.19	0.35	2.50	0.00	2.50	
1200.00	3.50	33.20	1199.91	3.58	2.34	4.27	2.50	0.00	2.50	
1300.00	6.00	33.20	1299.56	10.51	6.87	12.55	2.50	0.00	2.50	
1400.00	8.50	33.20	1398.75	21.07	13.78	25.17	2.50	0.00	2.50	
1500.00	11.00	33.20	1497.30	35.24	23.05	42.11	2.50	0.00	2.50	
1600.00	13.50	33.20	1595.02	52.99	34.67	63.32	2.50	0.00	2.50	
1700.00	16.00	33.20	1691.71	74.29	48.61	88.78	2.50	0.00	2.50	
1800.00	18.50	33.20	1787.21	99.11	64.84	118.43	2.50	0.00	2.50	
1900.00	21.00	33.20	1881.32	127.38	83.34	152.22	2.50	0.00	2.50	
1934.28	21.86	33.20	1913.23	137.86	90.20	164.75	2.50	0.00	2.50	
1934.48	21.86	33.20	1913.41	137.92	90.24	164.82	0.00	0.00	0.00	HOLD
2000.00	21.86	33.20	1974.22	158.33	103.59	189.21	0.00	0.00	0.00	
2100.00	21.86	33.20	2067.04	189.49	123.98	226.44	0.00	0.00	0.00	
2200.00	21.86	33.20	2159.85	220.64	144.36	263.67	0.00	0.00	0.00	

Weatherford Drilling Services
PROPOSAL PLAN REPORT

Weatherford

Company:	BILL BARRETT CORP	**Date:** 10/17/2006 **Time:** 14:03:05	**Page:** 2
Field:	CARBON COUNTY, UTAH	**Co-ordinate(NE) Reference:**	Well: PRICKLY PEAR UF #14-27D-12-15
Site:	PRICKLY PEAR UF 14-27D PAD	**Vertical (TVD) Reference:**	SITE 7380.0
Well:	PRICKLY PEAR UF #14-27D-12-15	**Section (VS) Reference:**	Well (0.00N,0.00E,33.20Azi)
Wellpath:	1	**Survey Calculation Method:**	Minimum Curvature **Db:** Sybase

Survey

MD ft	Incl deg	Azim deg	TVD ft	N/S ft	E/W ft	VS ft	Build deg/100ft	Turn deg/100ft	DLS deg/100ft	Comment
2300.00	21.86	33.20	2252.66	251.80	164.74	300.90	0.00	0.00	0.00	
2400.00	21.86	33.20	2345.47	282.95	185.13	338.13	0.00	0.00	0.00	
2500.00	21.86	33.20	2438.28	314.10	205.51	375.36	0.00	0.00	0.00	
2600.00	21.86	33.20	2531.09	345.26	225.89	412.59	0.00	0.00	0.00	
2700.00	21.86	33.20	2623.91	376.41	246.27	449.82	0.00	0.00	0.00	
2800.00	21.86	33.20	2716.72	407.56	266.66	487.05	0.00	0.00	0.00	
2900.00	21.86	33.20	2809.53	438.72	287.04	524.27	0.00	0.00	0.00	
2974.85	21.86	33.20	2879.00	462.03	302.30	552.14	0.00	0.00	0.00	WASATCH
3000.00	21.86	33.20	2902.34	469.87	307.42	561.50	0.00	0.00	0.00	
3100.00	21.86	33.20	2995.15	501.02	327.80	598.73	0.00	0.00	0.00	
3200.00	21.86	33.20	3087.96	532.18	348.19	635.96	0.00	0.00	0.00	
3300.00	21.86	33.20	3180.78	563.33	368.57	673.19	0.00	0.00	0.00	
3400.00	21.86	33.20	3273.59	594.48	388.95	710.42	0.00	0.00	0.00	
3500.00	21.86	33.20	3366.40	625.64	409.34	747.65	0.00	0.00	0.00	
3600.00	21.86	33.20	3459.21	656.79	429.72	784.88	0.00	0.00	0.00	
3700.00	21.86	33.20	3552.02	687.94	450.10	822.11	0.00	0.00	0.00	
3800.00	21.86	33.20	3644.83	719.10	470.48	859.34	0.00	0.00	0.00	
3900.00	21.86	33.20	3737.65	750.25	490.87	896.56	0.00	0.00	0.00	
4000.00	21.86	33.20	3830.46	781.40	511.25	933.79	0.00	0.00	0.00	
4100.00	21.86	33.20	3923.27	812.56	531.63	971.02	0.00	0.00	0.00	
4200.00	21.86	33.20	4016.08	843.71	552.02	1008.25	0.00	0.00	0.00	
4300.00	21.86	33.20	4108.89	874.87	572.40	1045.48	0.00	0.00	0.00	
4400.00	21.86	33.20	4201.70	906.02	592.78	1082.71	0.00	0.00	0.00	
4500.00	21.86	33.20	4294.52	937.17	613.16	1119.94	0.00	0.00	0.00	
4600.00	21.86	33.20	4387.33	968.33	633.55	1157.17	0.00	0.00	0.00	
4700.00	21.86	33.20	4480.14	999.48	653.93	1194.40	0.00	0.00	0.00	
4800.00	21.86	33.20	4572.95	1030.63	674.31	1231.63	0.00	0.00	0.00	
4900.00	21.86	33.20	4665.76	1061.79	694.70	1268.85	0.00	0.00	0.00	
4914.26	21.86	33.20	4679.00	1066.23	697.60	1274.16	0.00	0.00	0.00	NORTH HORN
5000.00	21.86	33.20	4758.57	1092.94	715.08	1306.08	0.00	0.00	0.00	
5100.00	21.86	33.20	4851.39	1124.09	735.46	1343.31	0.00	0.00	0.00	
5200.00	21.86	33.20	4944.20	1155.25	755.84	1380.54	0.00	0.00	0.00	
5300.00	21.86	33.20	5037.01	1186.40	776.23	1417.77	0.00	0.00	0.00	
5400.00	21.86	33.20	5129.82	1217.55	796.61	1455.00	0.00	0.00	0.00	
5500.00	21.86	33.20	5222.63	1248.71	816.99	1492.23	0.00	0.00	0.00	
5600.00	21.86	33.20	5315.44	1279.86	837.38	1529.46	0.00	0.00	0.00	
5700.00	21.86	33.20	5408.26	1311.01	857.76	1566.69	0.00	0.00	0.00	
5800.00	21.86	33.20	5501.07	1342.17	878.14	1603.92	0.00	0.00	0.00	
5900.00	21.86	33.20	5593.88	1373.32	898.52	1641.14	0.00	0.00	0.00	
6000.00	21.86	33.20	5686.69	1404.47	918.91	1678.37	0.00	0.00	0.00	
6097.26	21.86	33.20	5776.96	1434.77	938.73	1714.58	0.00	0.00	0.00	DROP
6100.00	21.82	33.20	5779.50	1435.63	939.29	1715.60	-1.50	0.00	1.50	
6200.00	20.32	33.20	5872.82	1465.70	958.97	1751.54	-1.50	0.00	1.50	
6300.00	18.82	33.20	5967.04	1493.73	977.30	1785.03	-1.50	0.00	1.50	
6400.00	17.32	33.20	6062.11	1519.68	994.28	1816.04	-1.50	0.00	1.50	
6500.00	15.82	33.20	6157.95	1543.53	1009.89	1844.55	-1.50	0.00	1.50	
6600.00	14.32	33.20	6254.51	1565.29	1024.12	1870.55	-1.50	0.00	1.50	
6645.84	13.63	33.20	6299.00	1574.55	1030.18	1881.61	-1.50	0.00	1.50	DARK CANYON
6700.00	12.82	33.20	6351.72	1584.91	1036.96	1894.00	-1.50	0.00	1.50	
6800.00	11.32	33.20	6449.51	1602.40	1048.41	1914.90	-1.50	0.00	1.50	
6900.00	9.82	33.20	6547.81	1617.75	1058.45	1933.24	-1.50	0.00	1.50	
6901.21	9.80	33.20	6549.00	1617.92	1058.56	1933.45	-1.50	0.00	1.50	PRICE RIVER
7000.00	8.32	33.20	6646.56	1630.93	1067.07	1949.00	-1.50	0.00	1.50	

Weatherford Drilling Services
PROPOSAL PLAN REPORT

Weatherford

Company:	BILL BARRETT CORP	**Date:** 10/17/2006 **Time:** 14:03:05	**Page:** 3
Field:	CARBON COUNTY, UTAH	**Co-ordinate(NE) Reference:**	Well: PRICKLY PEAR UF #14-27D-12-15
Site:	PRICKLY PEAR UF 14-27D PAD	**Vertical (TVD) Reference:**	SITE 7380.0
Well:	PRICKLY PEAR UF #14-27D-12-15	**Section (VS) Reference:**	Well (0.00N,0.00E,33.20Azi)
Wellpath:	1	**Survey Calculation Method:**	Minimum Curvature **Db:** Sybase

Survey

MD ft	Incl deg	Azim deg	TVD ft	N/S ft	E/W ft	VS ft	Build deg/100ft	Turn deg/100ft	DLS deg/100ft	Comment
7100.00	6.82	33.20	6745.69	1641.95	1074.28	1962.16	-1.50	0.00	1.50	
7200.00	5.32	33.20	6845.12	1650.79	1080.07	1972.73	-1.50	0.00	1.50	
7300.00	3.82	33.20	6944.80	1657.45	1084.42	1980.69	-1.50	0.00	1.50	
7400.00	2.32	33.20	7044.66	1661.93	1087.35	1986.04	-1.50	0.00	1.50	
7500.00	0.82	33.20	7144.62	1664.22	1088.85	1988.77	-1.50	0.00	1.50	
7554.39	0.00	33.20	7199.00	1664.54	1089.06	1989.16	-1.50	0.00	1.50	PBHL 14-27D

Annotation

MD ft	TVD ft	
1060.00	1060.00	KOP
1934.48	1913.41	HOLD
6097.26	5776.96	DROP
6901.21	6549.00	PRICE RIVER
7554.39	7199.00	PBHL 14-27D

Formations

MD ft	TVD ft	Formations	Lithology	Dip Angle deg	Dip Direction deg
2974.85	2879.00	WASATCH		0.00	0.00
4914.26	4679.00	NORTH HORN		0.00	0.00
6645.84	6299.00	DARK CANYON		0.00	0.00
6901.21	6549.00	PRICE RIVER		0.00	0.00

Casing Points

MD ft	TVD ft	Diameter in	Hole Size in	Name
1000.00	1000.00	0.000	0.000	CASING PT

Targets

Name	Description Dip.	Dir.	TVD ft	+N/-S ft	+E/-W ft	Map Northing ft	Map Easting ft	<--- Latitude ---> Deg Min Sec	<--- Longitude ---> Deg Min Sec
PBHL 14-27D -Circle (Radius: 200) -Plan hit target			7199.00	1664.54	1089.06	7076352.71	1998789.95	39 44 21.672 N	110 13 31.857 W

SURFACE USE PLAN

BILL BARRETT CORPORATION
Prickly Pear Unit Federal #14-27D-12-15
NWNW, 1001' FNL, 889' FWL, Sec. 34-T12S-R15E (Surface Hole)
SESW, 660' FSL, 1980' FWL, Sec. 27-T12S-R15E (Bottom Hole)
Carbon County, Utah

The onsite for this location was conducted on 5/22/2007.

This directional well is the first of three wells to be drilled from this pad (one vertical well, the 4-34-12-15 will be drilled second and the 16-28D-12-15 will be drilled third).

The dirt contractor will be provided with an approved copy of the surface use plan of operations before initiating construction.

1. Existing Roads:

   a. The proposed well site is located approximately 51 miles from Myton, Utah. Maps reflecting directions to the proposed well site are included (see Topographic maps A and B).

   b. The use of roads under State and County Road Department maintenance is necessary to access the Prickly Pear Unit. However, an encroachment permit is not anticipated since no upgrades to the State or County road systems are proposed at this time.

   c. All existing roads will be maintained and kept in good repair during all phases of operation.

   d. Vehicle operators will obey posted speed restrictions and observe safe speeds commensurate with road and weather conditions.

   e. Since no improvements are anticipated to the State, County or BLM access roads, no topsoil stripping will occur.

   f. An off-lease federal right-of-way for the access road and utility corridor is not anticipated at this time since existing roads are being utilized into the Prickly Pear Unit area. All new construction will be within the Unit.

2. Planned Access Road:

   a. From the existing road, +/- 0.1 miles (528') of new access road is required trending west. A road design plan is not anticipated at this time.

   b. The new access road will consist of an 18' travel surface within a 32' temporary disturbance area. The proposed access has been placed to minimize impact to the environment and natural drainage of the area.

   c. BLM approval to construct this new access road is requested with this application.

d. A maximum grade of 10% will be maintained throughout the project with minimum cuts and fills, as necessary, to access the well.

e. The access road will be constructed using standard equipment and techniques. Bulldozers and/or road graders would first clear vegetation and topsoil from the ROW. These materials may be windrowed for future redistribution during the reclamation process. The surface would be crowned to facilitate drainage to a borrow ditch on each side of the road designed to minimize erosion potential. Following completion of the wells on the pad, graveling or capping the roadbed would be performed as necessary to provide a well constructed, safe road.

f. Following completion of all wells planned on the pad, the road will be reduced to an 18-foot wide running surface and reclaimed according to the specifications of the appropriate agency or private land owner.

g. A turnout is not proposed.

h. 18" diameter culverts will be installed as necessary. Adequate drainage structures, where necessary, will be incorporated into the remainder of the road.

i. No surfacing material will come from Indian lands or off-lease Federal lands. BBC requests that any excess rock from construction of the pad be used for surfacing of the access road, if necessary. Any additional materials needs may come from either existing SITLA Materials Permits (370, 385, 396) or from federal wells within the Prickly Pear unit.

j. No gates or cattle guards are anticipated at this time.

k. Surface disturbance and vehicular travel will be limited to the approved location access road. Adequate signs will be posted, as necessary, to warn the public of project related traffic.

l. All access roads and surface disturbing activities will conform to the appropriate standard, no higher than necessary, to accommodate their intended function adequately as outlined in the Bureau of Land Management and Forest Service publication: Surface Operating Standards for Oil and Gas Exploration and Development, Fourth Edition – 2006.

m. The operator will be responsible for all maintenance of the access road including drainage structures. It is BBC's intent to maintain the newly constructed access road to this wellsite.

3. Location of Existing Wells:

a. Following is a list of wells with surface hole locations within a one-mile radius of the proposed well:

i.	water wells	none
ii.	injection wells	none
iii.	disposal wells	none
iv.	drilling wells	none
v.	temp shut-in wells	one

vi. producing wells	five
vii. abandoned wells	one

b. Topographic Map C may not include all wells noted in A. above if new wells have been drilled since the date of the plat. An additional map has been included indicating current locations.

4. Location of Production Facilities (see enclosed "proposed facility layout plat"):

a. Some permanent structures/facilities will be shared between this proposed well and the additional wells to be drilled from this pad. Each well will have its own meter run and separator. Pending the evaluation of completion operations, additional water and/or oil tanks may be added if necessary.

b. All permanent above-ground structures will be painted a flat, non-reflective Olive Black to match the standard environmental colors. All facilities will be painted the designated color at the time of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) may be excluded.

c. Site security guidelines identified in 43 CFR 3162.7-5 and Onshore Oil and Gas Order No. 3 will be adhered to.

d. A gas meter run will be constructed and located on lease within 500 feet of the wellhead. Meter runs will be housed and/or fenced. All gas production and measurement shall comply with the provisions of 43 CFR 3162.7-3, Onshore Oil and Gas Order No. 5, and American Gas Association (AGA) Report No. 3. **Use of an electronic flow meter (EFM) for gas measurement purposes is requested with this application.**

e. A tank battery(s) will be constructed on this lease consisting of tanks no larger than 300 barrels (per on-site request); it will be surrounded by a berm sufficient to contain the storage capacity of 1.5 times the single largest tank inside the berm. All loading lines and valves will be placed inside the berm surrounding the tank battery or will have a secondary containment vessel. All liquid hydrocarbon production and measurement shall conform to the provisions of 43 CFR 3162.7-2 and Onshore Oil and Gas Order No. 4 for the measurement of oil. BBC requests permission to install the necessary production/operation facilities with this application.

f. Any necessary pits will be properly fenced to prevent any wildlife and livestock entry.

g. All access roads will be maintained as necessary to prevent erosion and accommodate year-round traffic as practicable. The roads will be maintained in a safe, useable condition.

h. The site will require periodic maintenance to ensure that drainages are kept open and free of debris, ice and snow, and that surfaces are properly treated to reduce erosion, fugitive dust, and impacts to adjacent areas.

i. A gas pipeline (approximately 1160' of up to 10" pipe) is associated with this application and is being applied for at this time. The proposed gas pipeline will traverse southeast from the well pad approximately 528', turning south west along the existing road, and will trench under the road to tie in to an existing surface-laid 10" pipeline.

j. As per notes taken during the May 22nd onsite, soil conditions do not permit BBC to bury this pipeline without causing an additional 20' of disturbance (total disturbance 72'). BBC therefore proposes to surface-lay this pipeline. The proposed steel gas pipeline will lie within a 20' utility corridor immediately adjacent to the 32' disturbed area for the new access road as well as the existing road (see Topographic Map D).

k. As referred to in (j). above, the line will not be buried in areas with bedrock at or near surface that would require blasting to loosen rock before excavation for burial of the pipeline. A table of the actual pipeline corridor width required is noted below for the different scenarios. **BBC is requesting a 20' utility corridor but actual disturbance will be based on the applicable scenario, which in this case would be surface-laid.**

Surface-Laid:	20' utility corridor + 32' road corridor = 52' TOTAL
	Estimated disturbance for utility to be minimal, if any, within the 20' requested. Total disturbance would be 32'.
Buried:	20' utility corridor + 32' road corridor = 52' TOTAL
	Estimated disturbance for utility to include all 20' requested. Total disturbance would be 52'.
Buried with Blasting:	40' utility corridor + 32' road corridor = 72' TOTAL
	Estimated disturbance for utility to include all 20' requested. Total disturbance would be 72'.

l. The determination to bury or surface lay the pipeline will be made by the Authorized Officer at the time of construction. In this particular case, discussions did occur at the on-site that this pipeline would be surface-laid.

m. BBC intends on stringing the pipeline on the surface, welding many joints into long lengths, dragging the long lengths into position and then completing a final welding pass to join the long lengths together. The welded joints will remain on the surface. BBC intends on connecting the pipeline together utilizing conventional welding technology.

5. Location and Type of Water Supply:

a. Bill Barrett Corporation will use water consistent with approvals granted by the Utah State Engineer's Office under Application Number 90-1846 (T76109) which expires March 27, 2008 or an existing water well in Sec. 13, T12S-R14E granted by the Utah State Engineer's Office under Application Number 90-1844 (T75896) which expires September 5, 2007.

b. Water use for this location will most likely be diverted from a point of diversion in the E ¼ of Section 11, T13S-R15E or from a well in the N ¼ of Section 32, T12S-R16E. Bobtail trucks would haul the water, traveling Cottonwood Canyon road to Flat Iron Mesa road and north along existing well access roads to the proposed pad.

6. Source of Construction Material:

a. The use of materials will conform to 43 CFR 3610.2-3.

b. No construction materials will be taken off-lease.

c. If any additional gravel is required, it will be obtained from a SITLA approved gravel pit, existing SITLA materials permits or will be taken from federal BBC locations within the Prickly Pear unit.

7. Methods of Handling Waste Disposal:

a. All wastes associated with this application will be contained and disposed of utilizing approved facilities.

b. Drill cuttings will be contained and buried on site.

c. The reserve pit will be located outboard of the location along the south side of the pad.

d. The reserve pit will be constructed so as not to leak, break or allow any discharge.

e. If necessary, the reserve pit will be lined with 12 mil minimum thickness plastic nylon reinforced liner material. The liner will overlay a felt-liner pad only if rock is encountered during excavation. The pit liner will overlap the pit walls and be anchored with dirt and/or rocks to hold it in place. No trash, scrap pipe, etc., that could puncture the liner will be disposed of in the pit. Pit walls will be sloped no greater than 2:1. A minimum 2-foot freeboard will be maintained in the pit at all times during the drilling and completion operations.

f. The reserve pit has been located in cut material. Three sides of the reserve pit will be fenced before drilling starts. The fourth side will be fenced as soon as drilling is completed and shall remain until the pit is dry. After the reserve pit has dried, all areas not needed for production will be rehabilitated.

g. No chemicals subject to reporting under SARA Title III (hazardous materials) in an amount greater than 10,000 pounds will be used, produced, stored, transported or disposed of annually in association with the drilling, testing or completion of the well. Furthermore, no extremely hazardous substances, as defined in 40 CFR 355, in threshold planning quantities will be used, produced, stored, transported or disposed of in association with the drilling, testing or completion of the well.

h. Trash will be contained in a trash cage or roll-off container and hauled away to an approved disposal site as necessary but no later than at the completion of drilling operations. The contents of the trash container will be hauled off periodically to the approved Carbon or Uintah County Landfill.

i. Produced fluids from the well other than water will be produced into a test tank until such time as construction of production facilities is completed. Any spills of oil, gas, salt water or other produced fluids will be cleaned up and removed.

j. After initial clean-up and based on volumes, BBC will install a tank (maximum size 400 barrel capacity) to contain produced waste water. After first production, produced wastewater will be confined to a lined pit or storage tank for a period not to exceed ninety (90) days. Thereafter, produced water will be used in further drilling and completion activities, evaporated in the pit, or hauled to R & I Disposal, a State approved disposal facility.

k. Any salts and/or chemicals, which are an integral part of the drilling system, will be disposed of in the same manner as the drilling fluid.

l. Sanitary facilities will be on site at all times during operations. Sewage will be placed in a portable chemical toilet and the toilet replaced periodically utilizing a licensed contractor to transport by truck the portable chemical toilet so that its contents can be delivered to the Price or Vernal Wastewater Treatment Facility in accordance with state and county regulations.

m. Any liquid hydrocarbons produced during completion work will be contained in test tanks on the well location. The tanks will be removed from location at a later date.

n. A flare pit may be constructed a minimum of 110' from the wellhead and may be used during completion work. In the event a flare pit proves to be unworkable in this situation, a flare stack will be installed. BBC will flow back as much fluid and gas as possible into pressurized vessels, separating the fluid from the gas. The fluid will then be either returned to the reserve pit or placed into a tank. Gas will be then directed into the flare pit or the flare stack and a constant source of ignition will be on site. This should eliminate any fires in and around the reserve pit. Natural gas will be directed to the pipeline as soon as pipeline gas quality standards are met. By eliminating condensate on the reserve pit and discharge of gas within the reserve pit, potential for damage to the pit liner will be minimized.

o. Any hydrocarbons floating on the surface of the reserve pit will be removed as soon as possible after drilling and completion operations are finished.

p. If hydrocarbons are present on the reserve pit and are not removed shortly after drilling or completion operations cease, the reserve pit will be flagged overhead or covered with wire or plastic mesh to protect migrating birds.

8. Ancillary Facilities:

a. Garbage containers and portable toilets are the only ancillary facilities proposed in this application

9. Well Site Layout:

a. The well will be properly identified in accordance with 43 CFR 3162.6.

b. The rig layout and cross section diagrams are enclosed (see Location Layout and Cross Section Plats).

c. The pad and road designs are consistent with BLM specifications.

d. The pad has been staked at its maximum size of 447' x 175' with a reserve pit size of 190' x 100'.

e. All surface disturbing activities will be supervised by a qualified, responsible company representative who is aware of the terms and conditions of the APD and specifications in the approved plans.

f. All cut and fill slopes will be such that stability can be maintained for the life of the activity.

g. Diversion ditches will be constructed, if necessary, around the well site to prevent surface waters from entering the well site area.

h. The stockpiled topsoil (first 6 inches or maximum available) will be stored in a windrow on the uphill side of the location to prevent any possible contamination. All topsoil will be stockpiled for reclamation in such a way as to prevent soil loss and contamination.

i. Pits will remain fenced until site cleanup.

j. If air drilling occurs, the blooie line will be located at least 100 feet from the well head and will run from the wellhead directly to the pit.

k. Water application may be implemented if necessary to minimize the amount of fugitive dust.

10. Plan for Restoration of the Surface:

a. Site reclamation for a producing well(s) will be accomplished for portions of the site not required for the continued operation of the well(s) on this pad.

b. The operator will control noxious weeds along access road use authorizations, pipeline route authorizations, well sites or other applicable facilities by spraying or mechanical removal. A list of noxious weeds may be obtained from the BLM or the appropriate county extension office. On BLM administered land it is required that a Pesticide Use Proposal be submitted and approved prior to the application of herbicides, pesticides or possibly hazardous chemicals.

c. Upon well completion, any hydrocarbons in the pit shall be removed in accordance with 43 CFR 3162.7-1. The reserve pit will be allowed to dry prior to the commencement of backfilling work. No attempts will be made to backfill the reserve pit until the pit is free of standing water. Once the reserve pit is dry, the plastic nylon reinforced liner shall be torn and perforated before backfilling of the reserve pit. Rat and mouse holes will be filled and compacted from bottom to top immediately upon release of the drilling rig from location.

d. The reserve pit and that portion of the location not needed for production facilities/operations will be recontoured to the approximate natural contours. Areas not used for production purposes will be backfilled and blended into the surrounding terrain, reseeded and erosion control measures installed. Erosion control measures will be adhered to after slope reduction. Mulching, erosion control measures and fertilization may be required to achieve acceptable stabilization. Back slopes and fore slopes will be reduced as practical and scarified with the contour. The reserved topsoil will be evenly distributed over the slopes and scarified along the contour. Slopes will be seeded with the BLM specified seed mix. Reclamation operations for the well pad are expected to require one week and will begin when the fluids in the reserve pit have evaporated. Seeding will take place either during the fall (prior to ground frost) or spring (after frost leaves the ground) months. Restoration of un-needed portions of the pad will commence as soon as practical after the installation of production facilities.

e. The cut and fill slopes and all other disturbed areas not needed for the production operation will be top-soiled and revegetated. Prior to reseeding, all disturbed areas will be scarified and left with a rough surface. The site will then be seeded and/or planted as prescribed by the BLM. The BLM recommended seed mix will be detailed within their approval documents. Topsoil salvaged from the drill site and stored for more than one year will be placed at the location indicated on the well site layout drawing and graded to a depth optimum to maintain topsoil viability, seeded with the BLM prescribed seed mixture and covered with mulch for protection from wind and water erosion and to discourage the invasion of weeds.

f. Salvaged topsoil from the road (if any) and the drill site will be evenly re-spread over cut and fill surfaces not actively used during the production phase. Upon final reclamation at the end of the project life, topsoil spread on these surfaces will be used for the overall reclamation effort.

11. Surface and Mineral Ownership:

a. Surface ownership – Federal under the management of the Bureau of Land Management – Price Field Office, 125 South 600 West, Price Utah 84078; (435) 636-3600.

b. Mineral ownership – Federal under the management of the Bureau of Land Management – Price Field Office, 125 South 600 West, Price Utah 84078; (435) 636-3600.

12. Other Information:

a. Montgomery Archaeological Consultants has conducted a Class III archeological survey. A copy of the report has been submitted under separate cover to the appropriate agencies by Montgomery as MOAC Report No. 06-482, dated September 15, 2006.

b. BBC will identify areas in our drilling program where fluids escaping the wellbore and exiting onto a hillside might occur. In those cases, BBC will be ready with cement and/ or fluid loss compounds (types of lost circulation fluids) to heal up vags and cracks. Upon individual evaluation of the proposed well sites, BBC may air drill the hole to surface casing depth if necessary.

c. A combustor may be installed at this location for control of associated condensate tank emissions. A combustor ranges from 24" to 48" wide and is approximately 10' tall. Combustor placement would be on existing disturbance and would not be closer than 100' to any tank or wellhead.

OPERATOR CERTIFICATION

Certification:

I hereby certify that I, or someone under my direction supervision, have inspected the drill site and access route proposed herein; that I am familiar with the conditions which currently exist; that I have full knowledge of state and Federal laws applicable to this operation; that the statements made in this APD package are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein will be performed in conformity with this APD package and the terms and conditions under which it is approved. I also certify that I, or the company I represent, am responsible for the operations conducted under this application. These statements are subject to the provisions of 18 U.S.C. 1001 for the filings of false statements.

Executed this 27th day of June 2007

Name:	Tracey Fallang
Position Title:	Regulatory Analyst
Address:	1099 18th Street, Suite 2300, Denver, CO 80202
Telephone:	303-312-8134
Field Representative	Fred Goodrich
Address:	1820 W. Hwy 40, Roosevelt, UT 84066
Telephone:	435-725-3515
E-mail:	

Tracey Fallang

Tracey Fallang, Environmental/Regulatory Analyst

BILL BARRETT CORPORATION

PRICKLY PEAR UNIT FEDERAL #4-34-12-15, #14-27D-12-15 & #16-28D-12-15

LOCATED IN CARBON COUNTY, UTAH
SECTION 34, T12S, R15E, S.L.B.&M.

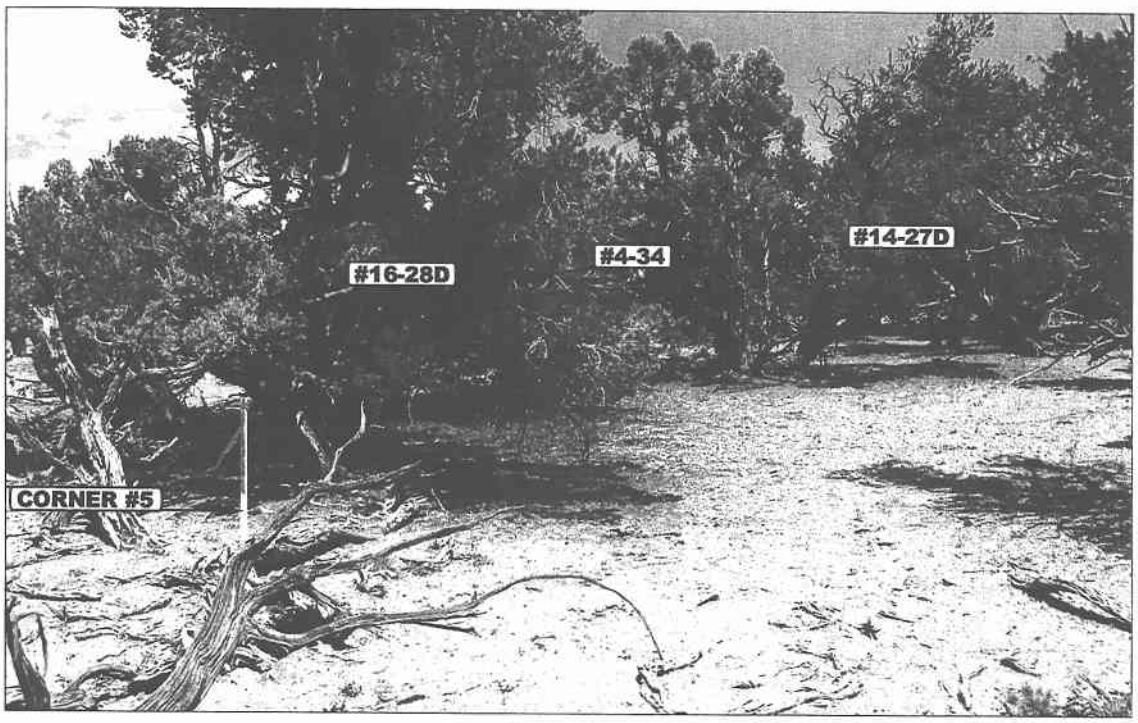


PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKES **CAMERA ANGLE: NORTHEASTERLY**

PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS **CAMERA ANGLE: NORTHEASTERLY**

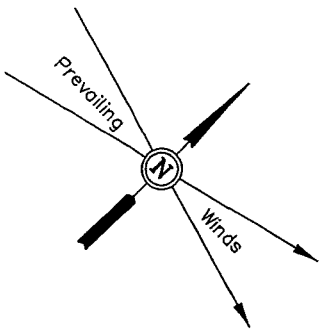
- Since 1964 -
Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
435-789-1017 uels@uelsinc.com

LOCATION PHOTOS	08 MONTH	25 DAY	06 YEAR	PHOTO
TAKEN BY: B.H.	DRAWN BY: C.P.	REVISED: 00-00-00		

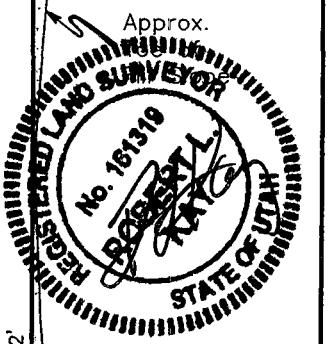
BILL BARRETT CORPORATION

LOCATION LAYOUT FOR

PRICKLY PEAR UNIT FEDERAL #4-34-12-15,
#14-27D-12-15 & #16-28D-12-15
SECTION 34, T12S, R15E, S.L.B.&M.
NW 1/4 NW 1/4



SCALE: 1" = 60'
DATE: 08-24-06
DRAWN BY: P.M.



NOTE:
Flare Pit is to be located a min. of 100' from the Well Head.

C-1.6'
El. 65.4'

F-3.5'
El. 60.3'

Sta. 4+47

Approx. Top of Cut Slope

Topsoil Stockpile

DATA

222'

240'

272'

Pit Topsoil

Flare Pit

C-2.7'
El. 66.5'

El. 67.7'
C-11.9'
(btm. pit)

100'

50'

CATWALK

PIPE RACKS

C-1.1'
El. 64.9'

C-1.0'
El. 64.8'

16'

DOG HOUSE

125'

Sta. 1+75

C-0.9'
El. 64.7'

F-4.0'
El. 59.8'

C-1.7'
El. 65.5'

RIG

WATER

TRAILER

PUMP

TOILET

MUD TANKS

MUD SHED

HOPPER

Sta. 1+00

FUEL

POWER

TOOLS

FUEL

Total Pit Capacity
W/2' of Freeboard
= 15,920 Bbls.±
Total Pit Volume
= 4,660 Cu. Yds

Reserve Pit Backfill & Spoils Stockpile

10' WIDE BENCH/DIKE

190'

SLOPE = 1-1/2 : 1

RESERVE PIT
8' DEEP

F-1.0'
El. 62.8'

El. 63.8'
C-8.0'
(btm. pit)

175'

F-2.4'
El. 61.4'

STORAGE TANK

TRASH

35'

Round Corners as Needed

Sta. 0+00

F-1.9'
El. 61.9'

F-9.7'
El. 54.1'

Proposed Access Road

Elev. Ungraded Ground At #14-27D Loc. Stake = 7364.7'
FINISHED GRADE ELEV. AT #14-27D LOC. STAKE = 7363.8'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

BILL BARRETT CORPORATION

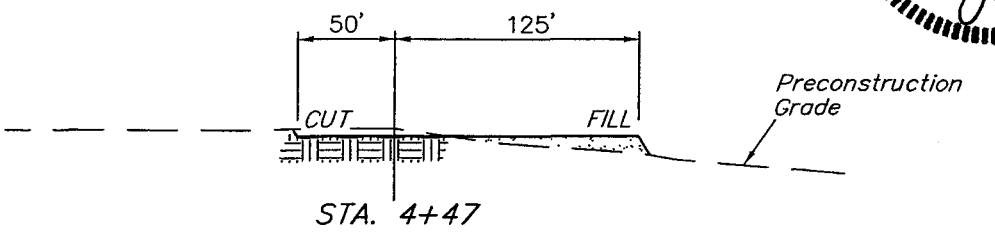
TYPICAL CROSS SECTIONS FOR

PRICKLY PEAR UNIT FEDERAL #4-34-12-15,
#14-27D-12-15 & #16-28D-12-15
SECTION 34, T12S, R15E, S.L.B.&M.
NW 1/4 NW 1/4

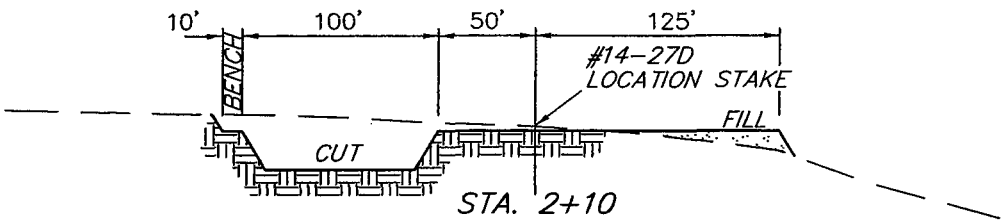
1" = 40'
X-Section Scale
1" = 100'

DATE: 08-24-06
DRAWN BY: P.M.

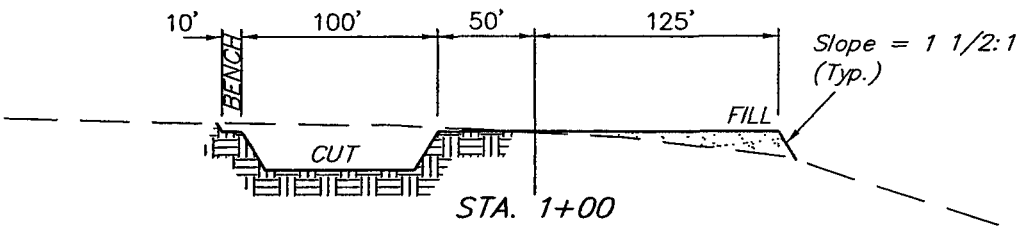
REGISTERED LAND SURVEYOR
No. 161319
ROBERT L.
STATE OF UTAH



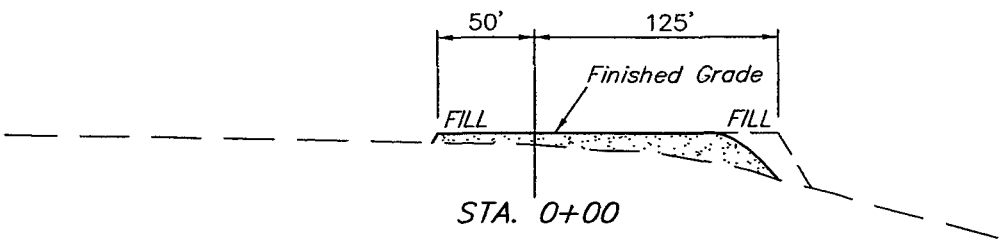
STA. 4+47



STA. 2+10



STA. 1+00



STA. 0+00

NOTE:
Topsoil should not be Stripped Below Finished Grade on Substructure Area.

Estimated Disturbance =
2.873 pad
0.38 road
0.53 pipe (Ø if surface)

* NOTE:
FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

CUT

(6") Topsoil Stripping	=	2,070 Cu. Yds.
Remaining Location	=	7,480 Cu. Yds.
TOTAL CUT	=	9,550 CU.YDS.
FILL	=	5,150 CU.YDS.

EXCESS MATERIAL	=	4,400 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	=	4,400 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	=	0 Cu. Yds.

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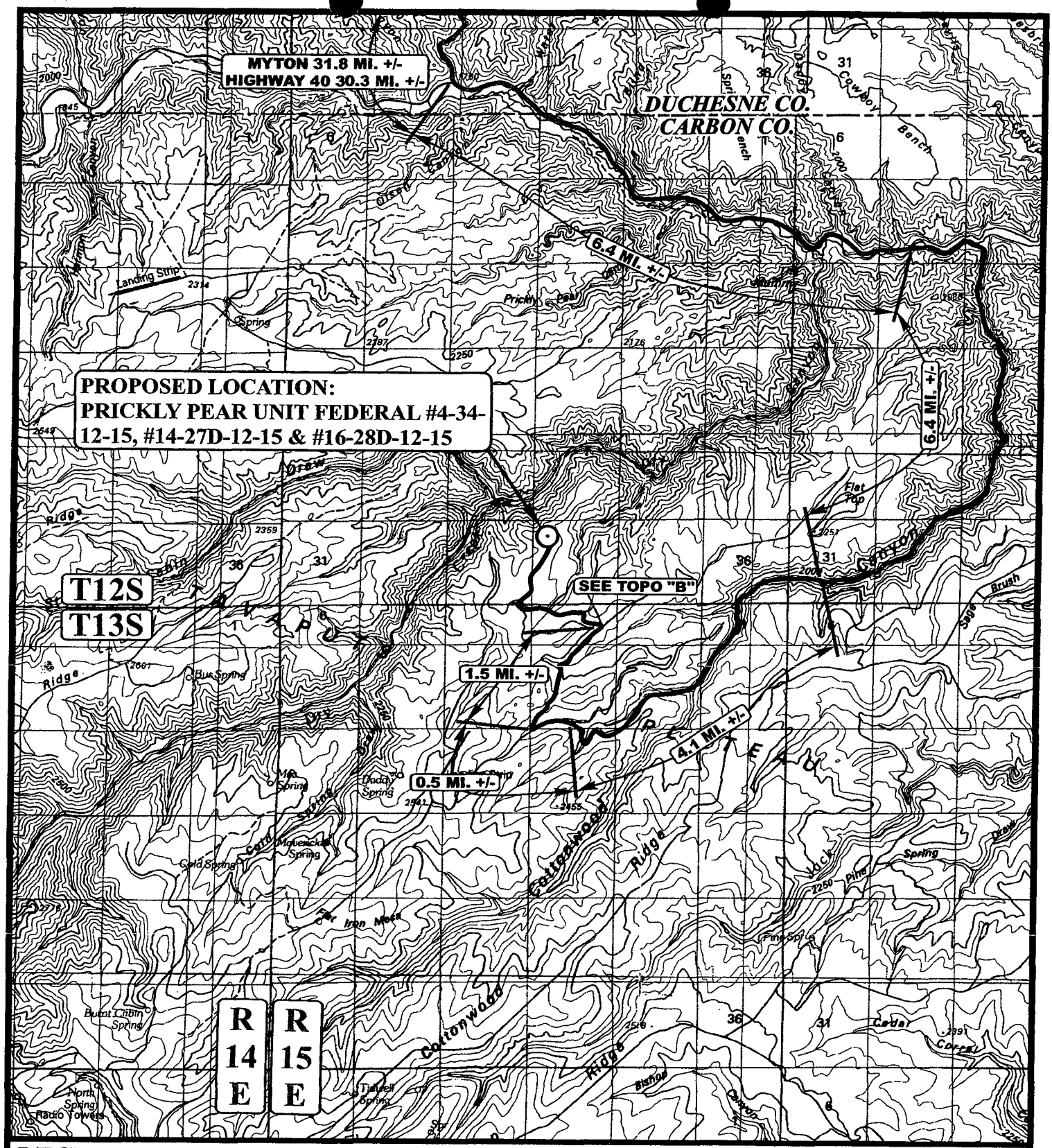


LEGEND:

⊙ PROPOSED LOCATION

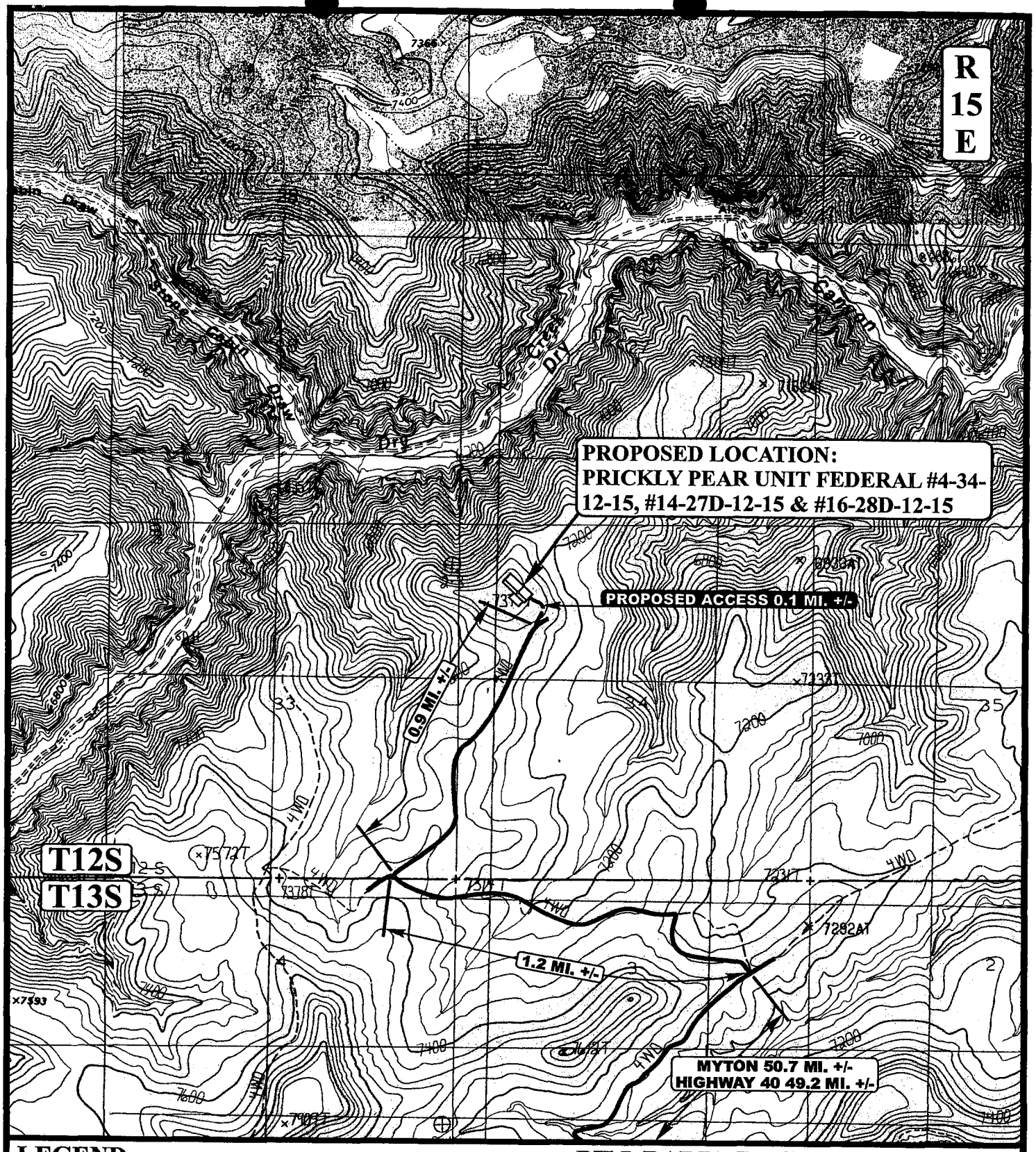
N

BILL BARRETT CORPORATION

PRICKLY PEAR UNIT FEDERAL #4-34-12-15,
#14-27D-12-15 & #16-28D-12-15
SECTION 34, T12S, R15E, S.L.B.&M.
NW 1/4 NW 1/4

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP	08 MONTH	25 DAY	06 YEAR
SCALE: 1:100,000	DRAWN BY: C.P.	REVISED: 00-00-00	A TOPO



LEGEND:

EXISTING ROAD

PROPOSED ACCESS ROAD

N

BILL BARRETT CORPORATION

PRICKLY PEAR UNIT FEDERAL #4-34-12-15,
#14-27D-12-15 & #16-28D-12-15
SECTION 34, T12S, R15E, S.L.B.&M.
NW 1/4 NW 1/4

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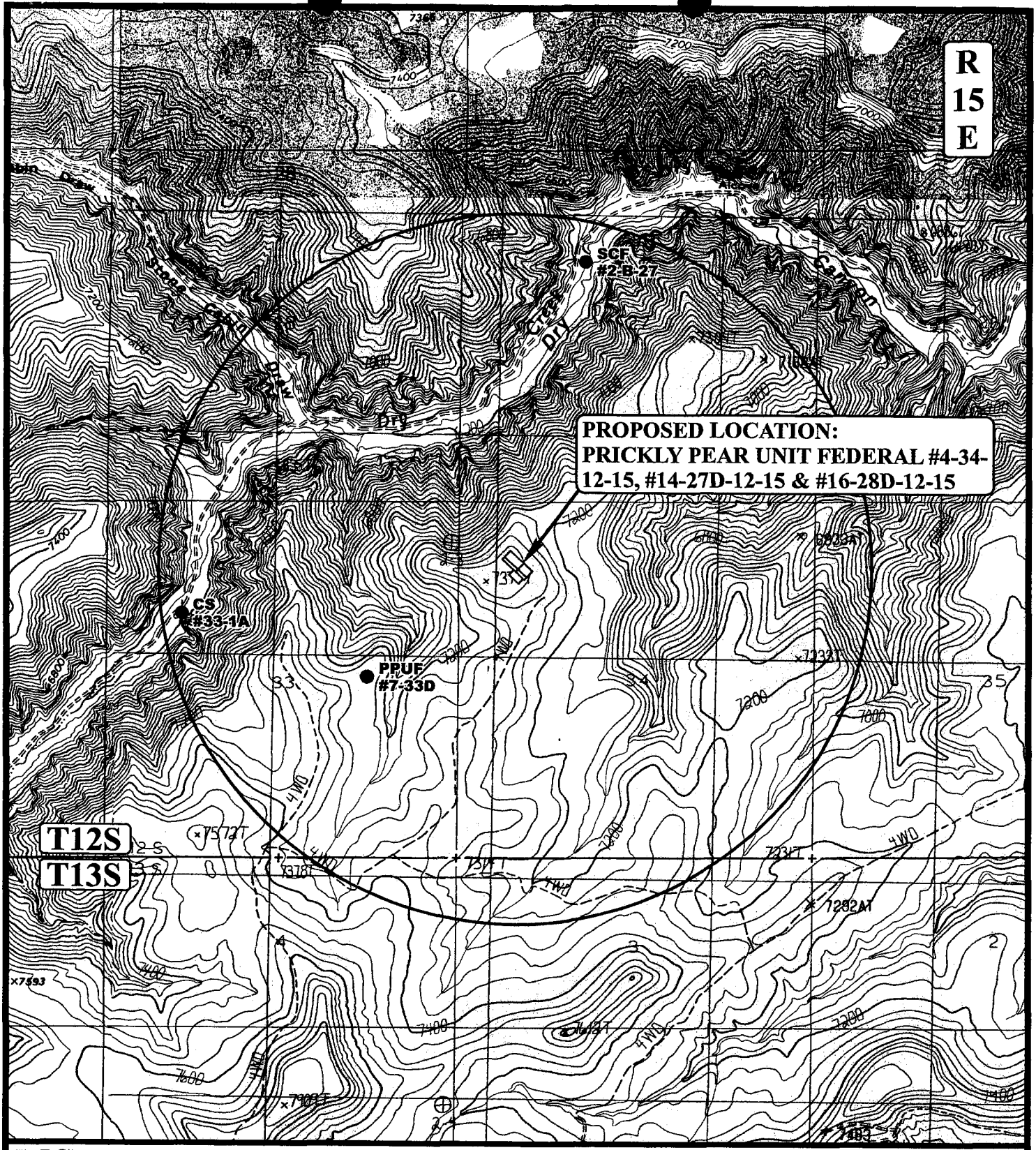
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP	08 MONTH	25 DAY	06 YEAR	B TOPO
SCALE: 1" = 2000'	DRAWN BY: C.P.	REVISED: 00-00-00		



LEGEND:

- DISPOSAL WELLS
- PRODUCING WELLS
- SHUT IN WELLS
- WATER WELLS
- ABANDONED WELLS
- TEMPORARILY ABANDONED

N

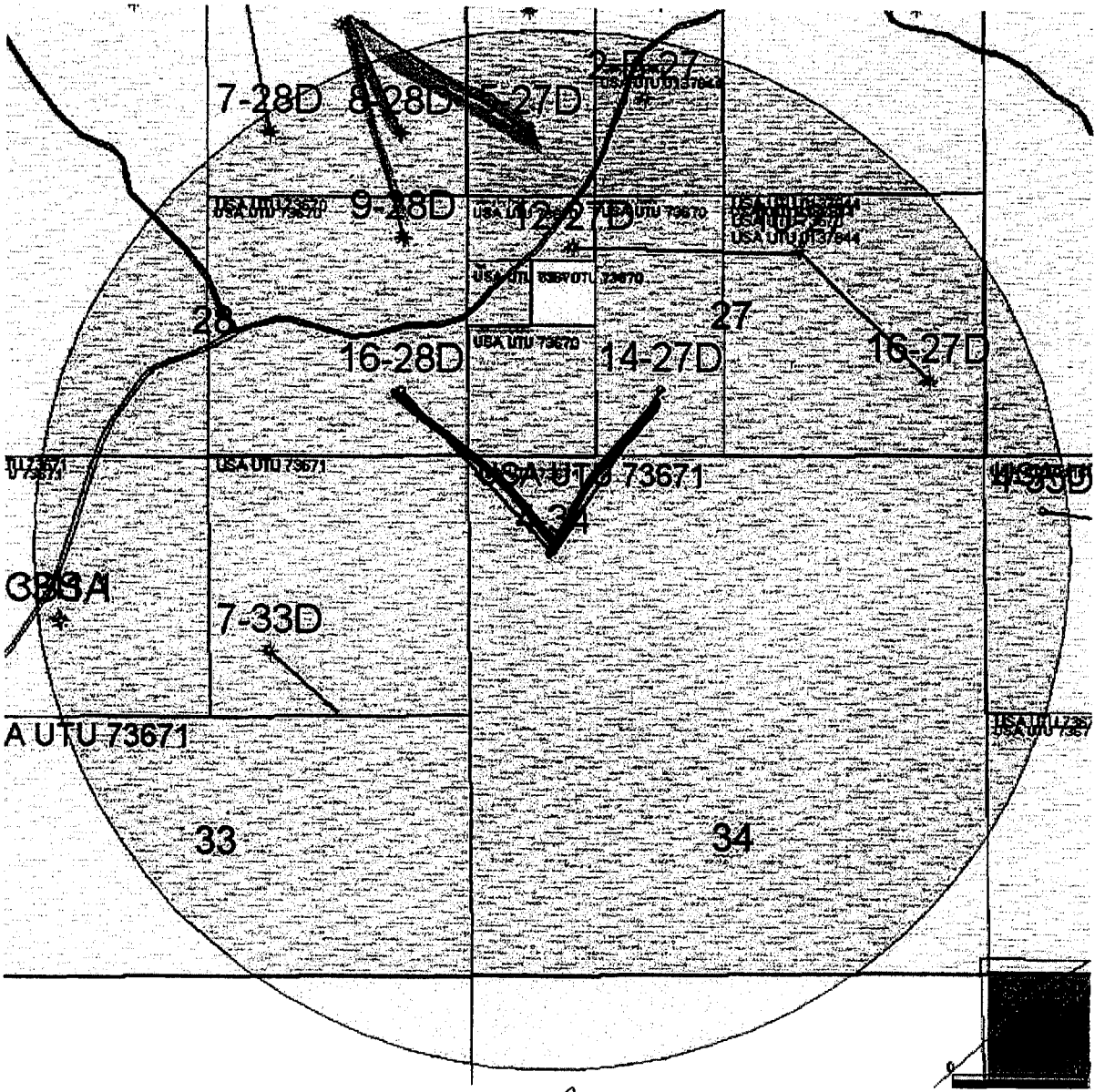
BILL BARRETT CORPORATION

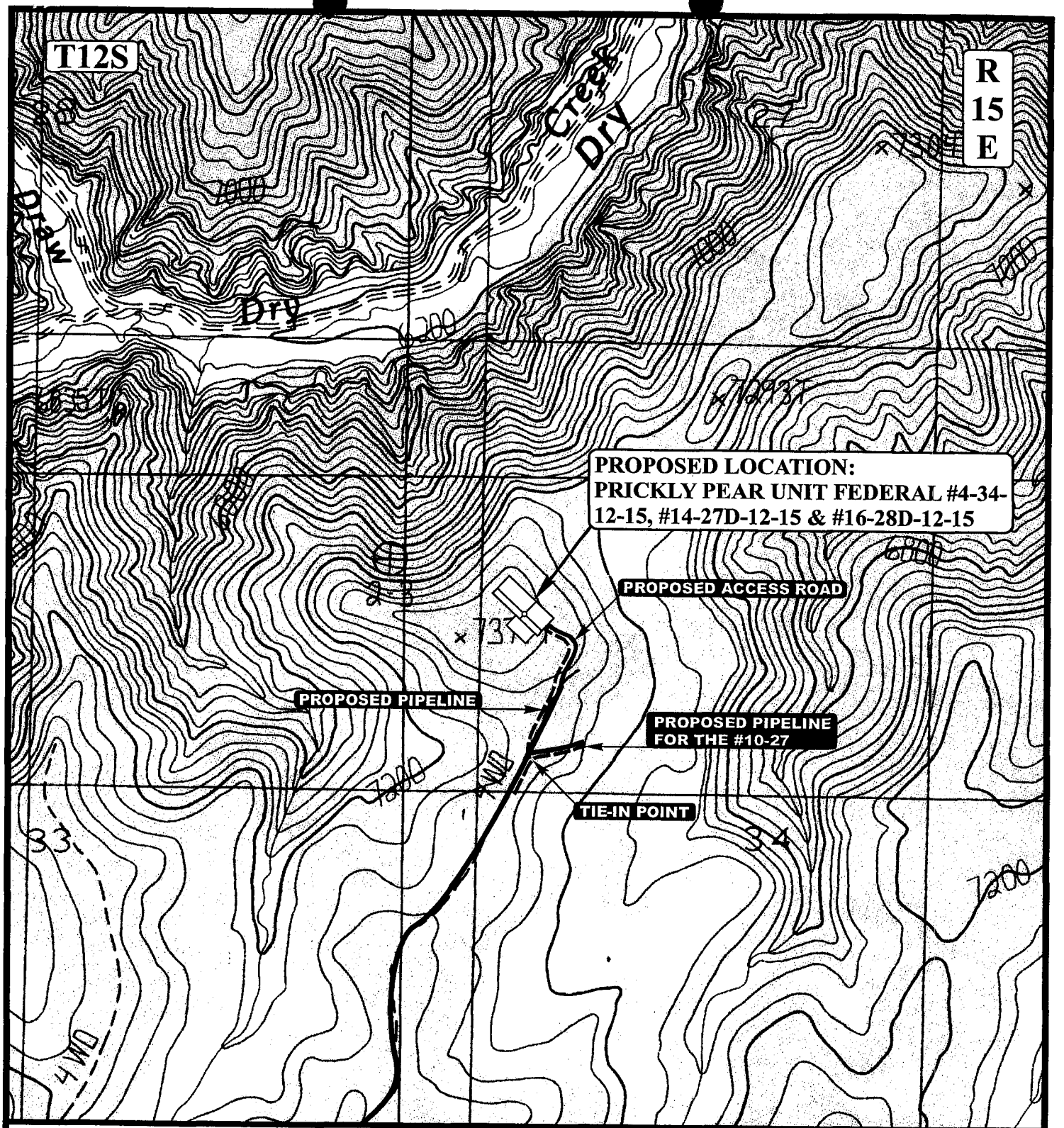
PRICKLY PEAR UNIT FEDERAL #4-34-12-15,
#14-27D-12-15 & #16-28D-12-15
SECTION 34, T12S, R15E, S.L.B.&M.
NW 1/4 NW 1/4

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP	08 MONTH	25 DAY	06 YEAR	C TOPO
SCALE: 1" = 2000'	DRAWN BY: C.P.	REVISED: 00-00-00		

ADDENDUM TO TOPOGRAPHIC MAP C





APPROXIMATE TOTAL PIPELINE DISTANCE = 1,160' +/-

LEGEND:

PROPOSED ACCESS ROAD

PROPOSED PIPELINE

PROPOSED PIPELINE (SERVICING OTHER WELLS)

N

BILL BARRETT CORPORATION

PRICKLY PEAR UNIT FEDERAL #4-34-12-15, #14-27D-12-15 & #16-28D-12-15
SECTION 34, T12S, R15E, S.L.B.&M.
NW 1/4 NW 1/4

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP	08 MONTH	25 DAY	06 YEAR	D TOPO
SCALE: 1" = 1000'	DRAWN BY: C.P.	REVISED: 00-00-00		

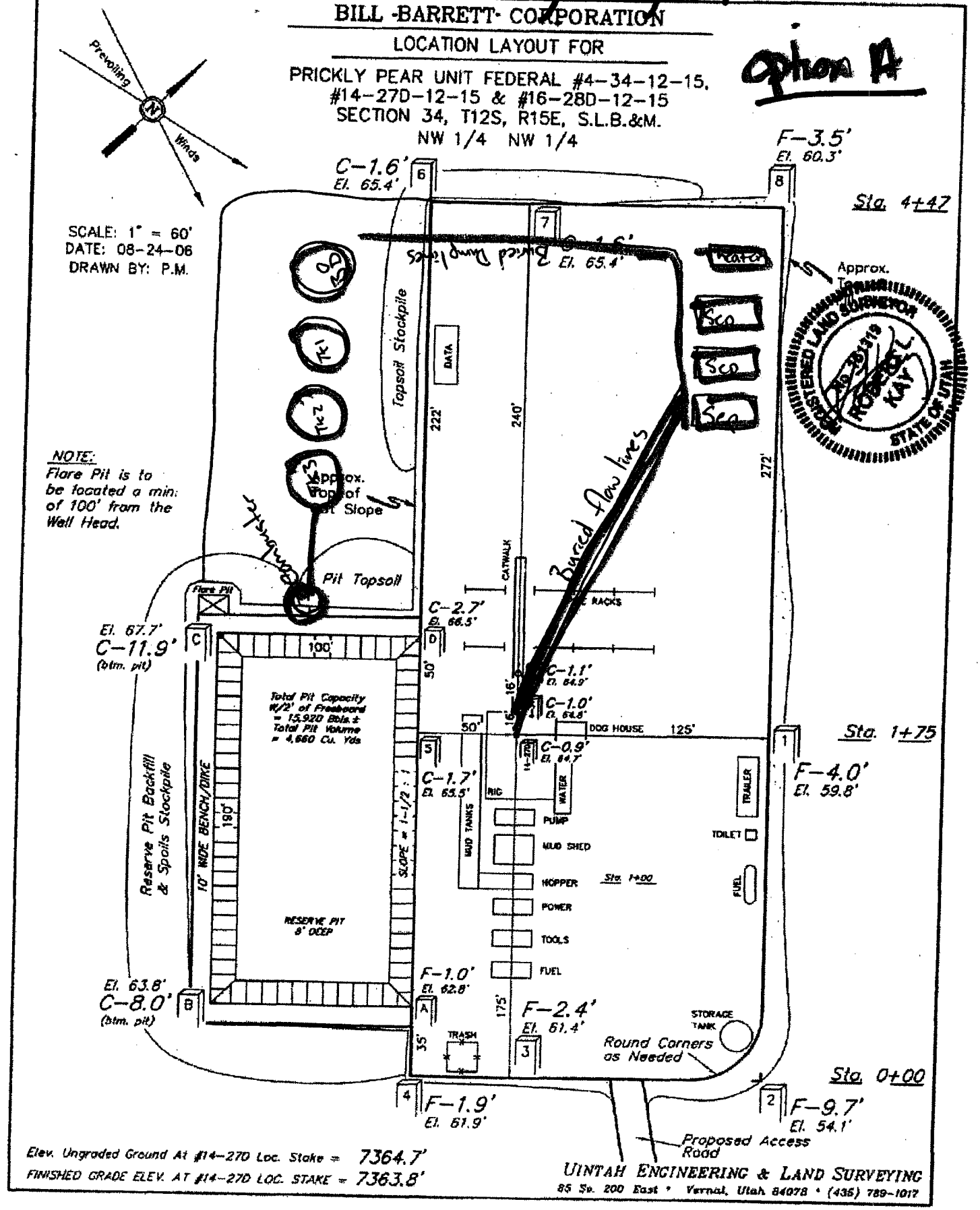
Facility Layout

BILL -BARRETT- CORPORATION

LOCATION LAYOUT FOR

PRICKLY PEAR UNIT FEDERAL #4-34-12-15,
#14-27D-12-15 & #16-28D-12-15
SECTION 34, T12S, R15E, S.L.B.&M.
NW 1/4 NW 1/4

Option A



Facility Layout

BILL BARRETT CORPORATION

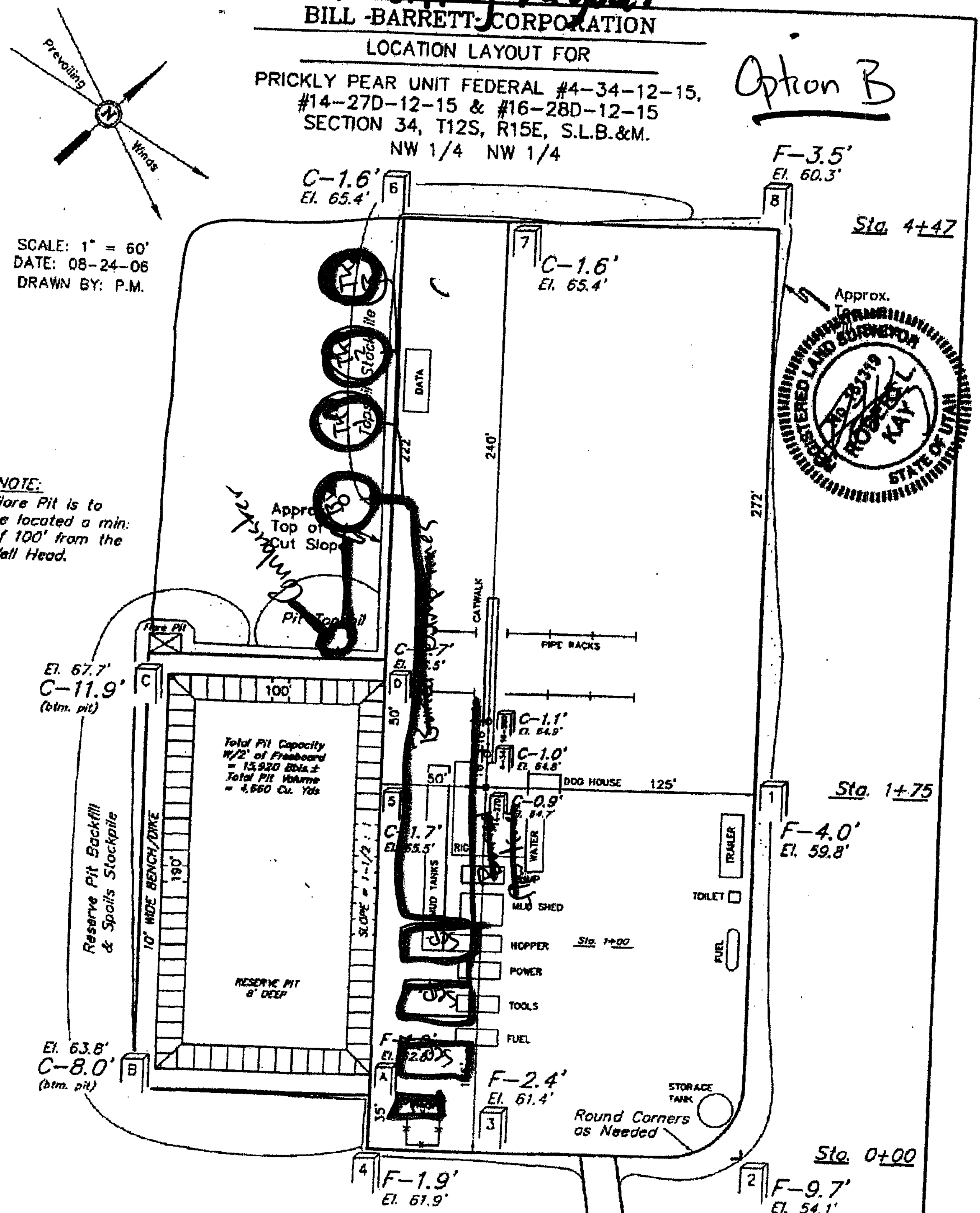
LOCATION LAYOUT FOR

PRICKLY PEAR UNIT FEDERAL #4-34-12-15,
#14-27D-12-15 & #16-28D-12-15
SECTION 34, T12S, R15E, S.L.B.&M.
NW 1/4 NW 1/4

Option B

SCALE: 1" = 60'
DATE: 08-24-06
DRAWN BY: P.M.

NOTE:
Flare Pit is to be located a min. of 100' from the Well Head.



Elev. Ungraded Ground At #14-27D Loc. Stake = 7364.7'
FINISHED GRADE ELEV. AT #14-27D LOC. STAKE = 7363.8'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East • Vernal, Utah 84078 • (436) 789-1017

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 06/29/2007

API NO. ASSIGNED: 43-007-31302

WELL NAME: PPU FED 14-27D-12-15
OPERATOR: BILL BARRETT CORP (N2165)
CONTACT: TRACEY FALLANG

PHONE NUMBER: 303-312-8134

PROPOSED LOCATION:
NWNW 34 120S 150E
SURFACE: 1001 FNL 0889 FWL
SESW BOTTOM: 0660 FSL 1980 FWL Sec. 27
COUNTY: CARBON
LATITUDE: 39.73478 LONGITUDE: -110.2286
UTM SURF EASTINGS: 566104 NORTHINGS: 4398396
FIELD NAME: NINE MILE CANYON (35)

INSPECT LOCATN BY: / /

Tech Review	Initials	Date
Engineering		
Geology		
Surface		

LEASE TYPE: 1 - Federal
LEASE NUMBER: UTU-73670
SURFACE OWNER: 1 - Federal

PROPOSED FORMATION: PRRV
COALBED METHANE WELL? NO

RECEIVED AND/OR REVIEWED:

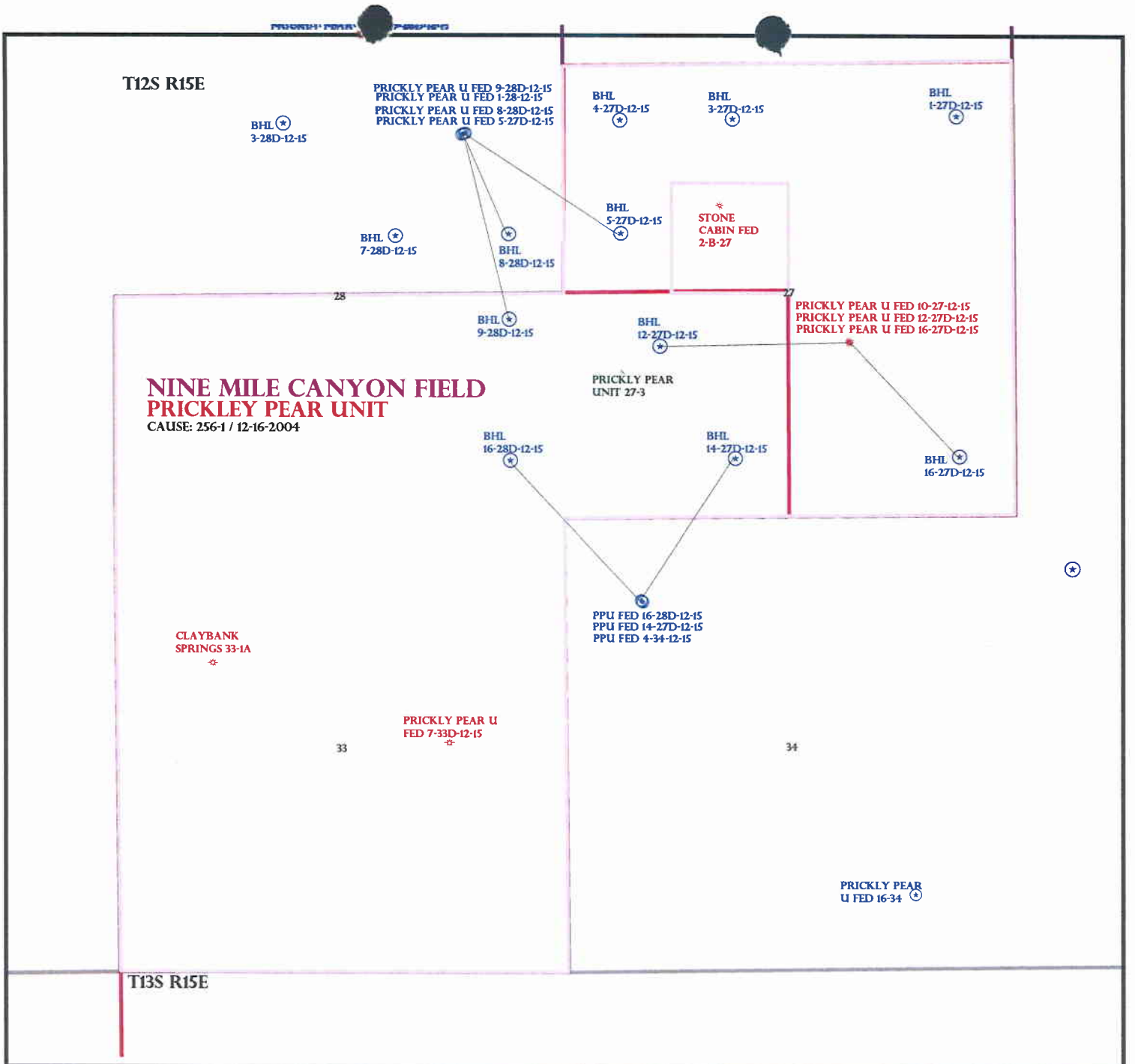
✓ Plat
✓ Bond: Fed[1] Ind[] Sta[] Fee[]
(No. WYB000040)
N Potash (Y/N)
N Oil Shale 190-5 (B) or 190-3 or 190-13
✓ Water Permit
(No. 90-1846)
N RDCC Review (Y/N)
(Date:)
NA Fee Surf Agreement (Y/N)
NA Intent to Commingle (Y/N)

LOCATION AND SITING:

___ R649-2-3.
Unit: PRICKLY PEAR ok
___ R649-3-2. General
Siting: 460 From Qtr/Qtr & 920' Between Wells
___ R649-3-3. Exception
✓ Drilling Unit
Board Cause No: 256-1
Eff Date: 12-16-2004
Siting: 460' fr Ubdry & uncomm. Tract
✓ R649-3-11. Directional Drill

COMMENTS:

STIPULATIONS: 1- Federal Approval



OPERATOR: BILL BARRETT CORP (N2165)

SEC: 34 T.12S R. 15E

FIELD: NINE MILE CANYON (35)

COUNTY: CARBON

CAUSE: 256-1 / 12-16-2004

Field Status
- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- PROPOSED
- STORAGE
- TERMINATED

Unit Status
- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PENDING
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

Wells Status
- GAS INJECTION
- GAS STORAGE
- LOCATION ABANDONED
- NEW LOCATION
- PLUGGED & ABANDONED
- PRODUCING GAS
- PRODUCING OIL
- SHUT-IN GAS
- SHUT-IN OIL
- TEMP. ABANDONED
- TEST WELL
- WATER INJECTION
- WATER SUPPLY
- WATER DISPOSAL
- DRILLING

Utah Oil Gas and Mining

N
W E
S

PREPARED BY: DIANA MASON

DATE: 2-JULY-2007

JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

State of Utah
DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil Gas and Mining

JOHN R. BAZA
Division Director

July 3, 2007

Bill Barrett Corporation
1099 18th Street, Suite 2300
Denver, CO 80202

Re: Prickly Pear Unit Federal 14-27D-12-15 Well, Surface Location 1001' FNL, 889' FWL, NW NW, Sec. 34, T. 12 South, R. 15 East, Bottom Location 660' FSL, 1980' FWL, SE SW, Sec. 27, T. 12 South, R. 15 East, Carbon County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann.§ 40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-007-31302.

Sincerely,

Gil Hunt
Associate Director

pab
Enclosures

cc: Carbon County Assessor
Bureau of Land Management, Moab Office

Operator: Bill Barrett Corporation

Well Name & Number Prickly Pear Unit Federal 14-27D-12-15

API Number: 43-007-31302

Lease: UTU-73671 SH/UTU-73670 BH

Surface Location:	NW NW	**Sec.** 34	**T.** 12 South	**R.** 15 East
Bottom Location:	SE SW	**Sec.** 27	**T.** 12 South	**R.** 15 East

Conditions of Approval

1. **General**

   Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

2. **Notification Requirements**

   Notify the Division within 24 hours of spudding the well.

   - Contact Carol Daniels at (801) 538-5284

   Notify the Division prior to commencing operations to plug and abandon the well.

   - Contact Dustin Doucet at (801) 538-5281 (801) 733-0983 home

3. **Reporting Requirements**

   All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

4. State approval of this well does not supersede the required federal approval, which must be obtained prior to drilling.

5. In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

CONFIDENTIAL

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5. LEASE DESIGNATION AND SERIAL NUMBER:	UTU-73671 SH/UTU-73670 BH
6. IF INDIAN, ALLOTTEE OR TRIBE NAME:	n/a
7. UNIT or CA AGREEMENT NAME:	Prickly Pear/UTU-79487
1. TYPE OF WELL: OIL WELL ☐ GAS WELL ☑ OTHER	8. WELL NAME and NUMBER: Prickly Pear Unit Federal 14-27D-12-15
2. NAME OF OPERATOR: BILL BARRETT CORPORATION	9. API NUMBER: 4300731302
3. ADDRESS OF OPERATOR: 1099 18th Street, Suite 2300 CITY Denver STATE CO ZIP 80202	PHONE NUMBER: (303) 312-8134
	10. FIELD AND POOL, OR WILDCAT: Nine Mile/Wasatch-Mesaverde

4. LOCATION OF WELL

FOOTAGES AT SURFACE: 1001' FNL, 889' FWL — COUNTY: Carbon

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNW 34 12S 15E — STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☑ NOTICE OF INTENT (Submit in Duplicate)	☐ ACIDIZE	☐ DEEPEN	☐ REPERFORATE CURRENT FORMATION
Approximate date work will start:	☐ ALTER CASING	☐ FRACTURE TREAT	☐ SIDETRACK TO REPAIR WELL
	☐ CASING REPAIR	☐ NEW CONSTRUCTION	☐ TEMPORARILY ABANDON
	☐ CHANGE TO PREVIOUS PLANS	☐ OPERATOR CHANGE	☐ TUBING REPAIR
	☐ CHANGE TUBING	☐ PLUG AND ABANDON	☐ VENT OR FLARE
☐ SUBSEQUENT REPORT (Submit Original Form Only)	☐ CHANGE WELL NAME	☐ PLUG BACK	☐ WATER DISPOSAL
Date of work completion:	☐ CHANGE WELL STATUS	☐ PRODUCTION (START/RESUME)	☐ WATER SHUT-OFF
	☐ COMMINGLE PRODUCING FORMATIONS	☐ RECLAMATION OF WELL SITE	☑ OTHER: Permit Extension
	☐ CONVERT WELL TYPE	☐ RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

This sundry is being submitted to request an extension on the APD which expires on 7/3/08.

Approved by the
Utah Division of
Oil, Gas and Mining

Date: 06-18-08

By:

COPY SENT TO OPERATOR

Date: 6·19·2008

Initials: KS

NAME (PLEASE PRINT) Tracey Fallang — TITLE Environmental/Regulatory Analyst

SIGNATURE Tracey Fallang — DATE 6/16/2008

(This space for State use only)

RECEIVED

JUN 17 2008

DIV. OF OIL, GAS & MINING

(5/2000)

(See Instructions on Reverse Side)

[redacted]

Application for Permit to Drill
Request for Permit Extension
Validation
(this form should accompany the Sundry Notice requesting permit extension)

API: 4300731302
Well Name: Prickly Pear Unit Federal 14-27D-12-15
Location: NWNW, Sec. 34, T12S-R15E
Company Permit Issued to: Bill Barrett Corporation
Date Original Permit Issued: 7/3/2007

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.

If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes☐No☐

Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes☐No☑

Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes☐No☑

Have there been any changes to the access route including ownership, or right-of-way, which could affect the proposed location? Yes☐No☑

Has the approved source of water for drilling changed? Yes☐No☑

Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes☐No☑

Is bonding still in place, which covers this proposed well? Yes☑No☐

Signature: Tracy Fallang

6/16/2008
Date

Title: Environmental/Regulatory Analyst

Representing: Bill Barrett Corporation

RECEIVED
JUN 17 2008
DIV. OF OIL, GAS & MINING

JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

State of Utah
DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

June 16, 2009

Bill Barrett Corporation
1099 18th Street, Suite 2300
Denver, Colorado 80202

Re: APD Rescinded – Prickly Pear U Fed 14-27D-12-15, Sec. 34 T.12S, R.15E, Carbon County, Utah API No. 43-007-31302

Ladies and Gentlemen:

The Application for Permit to Drill (APD) for the subject well was approved by the Division of Oil, Gas and Mining (Division) on July 3, 2007. On June 18, 2008, the Division granted a one-year APD extension. On July 21, 2009, you said in an email "If we did not send in to extend, we do not want them extended".

No drilling activity at this location has been reported to the division. Therefore, approval to drill the well is hereby rescinded, effective July 21, 2009.

A new APD must be filed with this office for approval prior to the commencement of any future work on the subject location.

If any previously unreported operations have been performed on this well location, it is imperative that you notify the Division immediately.

Sincerely,

Diana Mason
Environmental Scientist

cc: Well File
Bureau of Land Management, Price

1594 West North Temple, Suite 1210, PO Box 145801, Salt Lake City, UT 84114-5801
telephone (801) 538-5340 • facsimile (801) 359-3940 • TTY (801) 538-7458 • *www.ogm.utah.gov*

UTAH DNR OIL, GAS & MINING